

Annual General Meeting of BayWa Aktiengesellschaft on June 6, 2023

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	BYW062023oHV
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 und DE000A31C3H9
2. Name of issuer	BayWa Aktiengesellschaft
C. Specification of the meeting	
1. Date of the General Meeting	June 6, 2023 in the format specified in Commission Implementing Regulation 2018/1212: 20230606
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	May 30, 2023; in the format specified in Commission Implementing Regulation 2018/1212: 20230530
6. Uniform Resource Locator (URL)	https://www.baywa.com/hauptversammlung
D. Participation in the General Meeting	
D. Participation in the General Meeting – personal participation	
1. Method of participation by shareholder	Personal participation; 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: May 30, 2023, 24:00 hours (CEST); in the format specified in Commission Implementing Regulation 2018/1212: 20230530, 10:00 p.m. UTC (Coordinated Universal Time)
3. Issuer deadline for voting	Up to the commencement of the voting procedure in the General Meeting on June 6, 2023; in the format specified in Commission Implementing Regulation 2018/1212: 20230606, up to the commencement of the voting procedure
D. Participation in the General Meeting – electronic absentee voting	
1. Method of participation by shareholder	Exercise of voting rights via electronic absentee voting procedure; in the format specified in Commission Implementing Regulation 2018/1212: EV
2. Issuer deadline for the notification of participation	Registration of the shareholder for the General Meeting until: May 30, 2023, 24:00 hours (CEST); in the format specified in Commission Implementing Regulation 2018/1212: 20230530, 10:00 p.m. UTC (Coordinated Universal Time)
3. Issuer deadline for voting	Submission, revocation and amendment of voting rights via password-protected e-service for BayWa-shareholders via www.baywa.com/hauptversammlung until: June 5, 2023, 24:00 hours (CEST); in the format specified in Commission Implementing Regulation 2018/1212: 20230605, 10:00 p.m. UTC (Coordinated Universal Time)
D. Participation in the General Meeting – company-appointed proxies	
1. Method of participation by shareholder	Granting of proxy authorization and issuing of voting instructions to the voting proxies appointed by the Company;

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	in the format specified in Commission Implementing Regulation 2018/1212: PX, IX
2. Issuer deadline for the notification of participation	Registration of the shareholder for the General Meeting until: May 30, 2023, 24:00 hours (CEST); in the format specified in Commission Implementing Regulation 2018/1212: 20230530, 10:00 p.m. UTC (Coordinated Universal Time)
3. Issuer deadline for voting	For granting, revoking or amending proxy authorizations and voting instructions by mail, e-mail or via the password-protected e-service via www.baywa.com/hauptversammlung until: June 5, 2023, 24:00 hours (CEST); in the format specified in Commission Implementing Regulation 2018/1212: 20230605, 10:00 p.m. UTC (Coordinated Universal Time) For granting, revoking or amending proxy authorizations and voting instructions in the General Meeting: Up to the commencement of the voting procedure in the General Meeting on June 6, 2023; in the format specified in Commission Implementing Regulation 2018/1212: 20230606, up to the commencement of the voting procedure
D. Participation in the General Meeting – proxy authorization	
1. Method of participation by shareholder	Authorization by: Granting of proxy authorizations 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; Granting of proxy authorizations and possibly issuing 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: May 30, 2023, 24:00 hours (CEST); in the format specified in Commission Implementing Regulation 2018/1212: 20230530, 10:00 p.m. UTC (Coordinated Universal Time)
3. Issuer deadline for voting	For granting, revoking or amending proxy authorizations and possibly voting instructions to third parties (including the authorization 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) by mail, e-mail or via the password-protected e-service for BayWa-shareholders via www.baywa.com/hauptversammlung until: June 5, 2023, 24:00 hours (CEST); in the format specified in Commission Implementing Regulation 2018/1212: 20230605, 10:00 p.m. UTC (Coordinated Universal Time) For granting, revoking or amending proxy authorizations and possibly voting instructions to third parties (including the authorization 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) in the General Meeting: Up to the commencement of the voting procedure in the General Meeting on June 6, 2023;

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	in the format specified in Commission Implementing Regulation 2018/1212: 20230606, up to the commencement of the voting procedure
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 2022 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 2022 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 for 2022
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 2022 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 2022 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
2. Title of the agenda item	Resolution on the election of the statutory auditor and group auditor 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 6	
1. Unique identifier of the agenda item	6

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2. Title of the agenda item	Resolution on the approval of the compensation report for the 2022 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	
1. Unique identifier of the agenda item	7.1
2. Title of the agenda item	Resolution on new elections to the Supervisory Board – Wolfgang Altmüller
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 7.2	
1. Unique identifier of the agenda item	7.2
2. Title of the agenda item	Resolution on new elections to the Supervisory Board – Michael Göschelbauer
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 7.3	
1. Unique identifier of the agenda item	7.3
2. Title of the agenda item	Resolution on new elections to the Supervisory Board – Michael Höllerer
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 7.4	
1. Unique identifier of the agenda item	7.4
2. Title of the agenda item	Resolution on new elections to the Supervisory Board – Monika Hohlmeier
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 7.5	
1. Unique identifier of the agenda item	7.5
2. Title of the agenda item	Resolution on new elections to the Supervisory Board – Prof. Klaus Josef Lutz
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 7.6	
1. Unique identifier of the agenda item	7.6

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2. Title of the agenda item	Resolution on new elections to the Supervisory Board – Wilhelm Oberhofer
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 7.7	
1. Unique identifier of the agenda item	7.7
2. Title of the agenda item	Resolution on new elections to the Supervisory Board – Joachim Rukwied
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 7.8	
1. Unique identifier of the agenda item	7.8
2. Title of the agenda item	Resolution on new elections to the Supervisory Board – Monique Surges
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 8	
1. Unique identifier of the agenda item	8
2. Title of the agenda item	Resolution on the creation of new authorized capital excluding shareholders' subscription rights and on the corresponding amendment to the Articles of Association (section 5 (4) of the Articles of Association of BayWa Aktiengesellschaft); in the format specified in Commission Implementing Regulation 2018/1212: Resolution on the creation of authorized capital
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 6, 2023, 24:00 hours (CEST); in the format specified in Commission Implementing Regulation 2018/1212: 20230506; 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 22, 2023, 24:00 hours (CEST); in the format specified in Commission Implementing Regulation 2018/1212: 20230522; 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 6, 2023, from the beginning of the General Meeting in accordance with the guidelines of the chair of the General Meeting in the format specified in Commission Implementing Regulation 2018/1212: 20230606, from the beginning of the general meeting in

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	accordance with the guidelines of the chairperson of the general 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 22, 2023, 24:00 hours (CEST); in the format specified in Commission Implementing Regulation 2018/1212: 20230522; 10:00 p.m. UTC (Coordinated Universal Time)
F. Shareholder right – proposing an election proposal	
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 6, 2023, from the beginning of the General Meeting in accordance with the guidelines of the chair of the General Meeting in the format specified in Commission Implementing Regulation 2018/1212: 20230606, from the beginning of the general meeting in accordance with the guidelines of the chairperson of the general 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 6, 2023, from the beginning of the general meeting in accordance with the guidelines of the chairperson of the General Meeting; in the format specified in Commission Implementing Regulation 2018/1212: 20230606; from the beginning of the general meeting in accordance with the guidelines of the chairperson of the general meeting
F. Shareholder right – right to speak	
1. Object of deadline	Right to speak at the General Meeting
2. Applicable issuer deadline	June 6, 2023, from the beginning of the general meeting in accordance with the guidelines of the chairperson of the General Meeting; in the format specified in Commission Implementing Regulation 2018/1212: 20230606; from the beginning of the general meeting in accordance with the guidelines of the chairperson of the general meeting
F. Shareholder right – objections	
1. Object of deadline	Filing objections against resolutions of the General Meeting
2. Applicable issuer deadline	June 6, 2023, from the beginning of the General Meeting until the closing of the General Meeting by the chairperson of the General Meeting in the format specified in Commission Implementing Regulation 2018/1212: 20230606; from the beginning of the general meeting until the closing of the general meeting by the chairperson of the general meeting