



# Data privacy information for stockholders and proxies at the Annual Stockholders' Meeting of Bayer Aktiengesellschaft

The EU General Data Protection Regulation introduced new data privacy requirements effective May 25, 2018. One of the core principles of these regulations is the transparency of data processing. We take the protection of our stockholders' data very seriously.

The information presented below gives you an overview of how we process your personal data and your rights under data privacy law.

## 1 Who is responsible for the data processing and who can I contact about it?

The data controller is Bayer Aktiengesellschaft, Kaiser Wilhelm Allee 1, 51368 Leverkusen, Germany ("us", "our" and "we"). You can contact our Group Data Protection Officer at the above address or by e-mail at [data.privacy@bayer.com](mailto:data.privacy@bayer.com). For data privacy inquiries relating to information in the share register please contact us at the above address or by e-mail at [ir@bayer.com](mailto:ir@bayer.com).

## 2 What data is processed, why and on what legal basis?

We process your personal data in compliance with the EU General Data Protection Regulation (GDPR), the German Federal Data Protection Act (BDSG), the German Stock Corporation Act (AktG), the German Law on Measures Under Company, Cooperative, Association, Foundation and Property Ownership Law to Combat the Effects of the COVID-19 Pandemic (COVID-19 Act) and all other applicable laws and regulations.

Shares in Bayer Aktiengesellschaft are registered shares. For registered shares, Section 67 of the AktG requires that the shares be recorded in the company's share register indicating the name, date of birth, address and number of shares or the share number, along with the amount for par-value shares. The financial institutions that assist you in the purchase or custody of your registered shares in Bayer send us the relevant information for the management of the share register and the information concerning your citizenship. This information is transmitted via Clearstream Banking AG, which as the central custodian is

responsible for the technical processing of securities transactions and keeps custody of the shares for the financial institutions. If you sell your shares, the sale is also reported to us via Clearstream Banking AG.

We use your personal data for the purposes set forth in the AktG. These purposes include in particular the management of the share register, communications with you as a stockholder and the holding of Annual Stockholders' Meetings. Apart from that, we use your data only for purposes that are compatible with those listed above (in particular for statistical purposes, e.g. for the analysis of stock ownership trends, the number of transactions or overviews of the largest shareholders). The legal basis for the processing of your personal data is the AktG read together with Article 6, Paragraph 1 c) and Paragraph 4 of the GDPR.

We also process your personal data as necessary to comply with additional legal and regulatory requirements as well as securities, trading, tax and record-keeping obligations, for example. To comply with the requirements of securities law, for example, relating to the authorization of the proxies appointed by the company for the Annual Stockholders' Meeting, we must retain auditable data documenting the powers of attorney and protect it from access for three years (Section 134, Paragraph 3, Sentence 5 of the AktG). The legal basis for the processing is in this case the respective regulations read together with Article 6, Paragraph 1 c) of the GDPR.

In addition to the processing as permitted by law we process personal data to pursue our legitimate interests as set forth in Article 6, Paragraph 1 f) of the GDPR:

We have a legitimate interest in ensuring the proper conduct of the Annual Stockholders' Meeting. If you submit a question via email prior to the Meeting pursuant to Section 1, Paragraph 2 of the COVID-19 Act and in accordance with the requirements stated in the notice of the virtual Meeting or if, during the Meeting, you declare an objection to a resolution of the Meeting, we will therefore process the name, date of birth and address of the stockholder and the stockholder number along with your email address in order to deal with such request or objection. If you appoint a third person as a proxy for the Annual Stockholders' Meeting, we will also process the name and address of the proxy in order to issue the proxy certificate.

There is also a legitimate interest in being compliant to non-European securities regulations. For example in the event of capital increases, we must exclude individual shareholders from notification concerning subscription offers on account of their citizenship or place of residence to comply with the securities laws of the countries in question.

If we intend to process your personal data for a purpose other than those indicated above, we will notify you in advance of any processing as required by law.

### 3 Who receives my data?

Within Bayer Aktiengesellschaft, access to your data is given to persons who need it for the performance of our obligations to you. Service providers and subcontractors engaged by us can also receive data for these purposes. If these service providers have access to our stockholders' data, it will be in the context of what is called "processing on behalf," which is expressly provided for by law (Article 28 of the GDPR). In this case, Bayer Aktiengesellschaft also remains responsible for the protection of your data. Our service providers are carefully selected and work exclusively on our instructions, which we guarantee by contractual provisions, technical and organizational measures and additional controls. Our service providers are companies from the following categories: service providers for the management of the share register, IT service providers and service providers for the preparation and holding of the Annual Stockholders' Meeting.

We also transmit your data to other recipients who process information about you on their own responsibility as permitted by law. These recipients include, for example, government authorities for compliance with legal reporting obligations (such as when stock ownership thresholds specified by law are exceeded).

## 4 Is my data transmitted to a non-EU country?

We do not intend to transfer your personal information to a third country outside the European Economic Area (EEA) or to an international organization. In this respect, we do not disclose personal data to service providers outside the European Economic Area (EEA).

## 5 How long is my data stored?

As a rule, we anonymize or delete your personal data as soon as it is no longer needed for the purposes indicated above unless we are required to keep it longer to comply with legal verification and document retention obligations (e.g. by the AktG, the German Commercial Code, or the German Tax Code). The data collected in relation to Annual Stockholders' Meetings is normally stored for up to three years. We are normally required to retain the data stored in the share register for 10 years after the shares are sold. We also retain personal data only in isolated cases if retention is required in connection with claims that are brought on behalf of or against our company.

## 6 Am I as a stockholder required to provide data?

As a stockholder you are required to provide the company with the identifying information listed above. The financial institutions involved in the transfer or custody of registered shares are also required to provide Bayer Aktiengesellschaft with the information necessary for the management of the share register (Section 67, Paragraphs 1, 4 of the AktG).

## 7 What are my rights as a data subject?

You can request information concerning the storage of your personal data. You can view the main identifying information recorded in the share register and if necessary also correct your address at [www.investor.bayer.de/en/stock/stockholders-portal/](http://www.investor.bayer.de/en/stock/stockholders-portal/), menu item "View Bayer Aktiengesellschaft share register" and "Update address data". You also have a right to obtain the rectification of inaccurate personal data concerning your person. Under certain circumstances you can also request the deletion of your data or a restriction of processing (e.g. if your data is being processed in violation of the law). If we process your data to pursue legitimate interests, you can object this processing if there are reasons not to process this data on account of your particular situation. We will then stop such processing unless it is being done primarily for achieving legitimate interests reasons on our part. Additional rights include the right to transfer your data and the right to withdraw at any time a possibly previously issued consent without thereby adversely affecting the legality of the processing prior to the withdrawal.

If you want to exercise your rights, you can contact our Group Data Protection Officer at the address indicated above. You also have the right to complain to the data protection oversight authorities. The data protection oversight authority responsible for Bayer Aktiengesellschaft is:

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