

# Stockholders' Meeting 2014

## Voting Results



Resolution	Valid Votes*		Votes For		Votes Against		Result
	Number	in %**	Number	in %	Number	in %	
<b>1</b> Distribution of the profit	385,305,598	46.59	384,069,792	99.68	1,235,806	0.32	passed
<b>2</b> Ratification of the actions of the members of the Board of Management	381,210,534	46.10	372,275,929	97.66	8,934,605	2.34	passed
<b>3</b> Ratification of the actions of the members of the Supervisory Board	381,211,011	46.10	370,787,289	97.27	10,423,722	2.73	passed
<b>4</b> Supervisory Board Elections							
A. Dr. rer.nat. Simone Bagel-Trah	385,178,451	46.58	377,221,128	97.93	7,957,323	2.07	passed
B. Prof. Dr. Dr. h.c. mult. Ernst-Ludwig Winnacker	385,233,865	46.59	373,319,398	96.91	11,914,467	3.09	passed
<b>5</b> Authorized Capital I	385,231,153	46.58	339,194,098	88.05	46,037,055	11.95	passed
<b>6</b> Authorized Capital II	385,221,452	46.58	349,205,878	90.65	36,015,574	9.35	passed
<b>7</b> Bonds, Conditional Capital	384,546,083	46.50	312,628,184	81.30	71,917,899	18.70	passed

Values in percent are approximate only.

\* number of votes cast and number of shares; equivalent to the sum of votes cast FOR and AGAINST including postal votes

\*\* % of capital according to the Articles of Incorporation

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<b>8</b> Own Shares							
A. Acquisition of own Shares	380,428,192	46.00	363,285,389	95.49	17,142,803	4.51	passed
B. Use of Derivatives	381,037,010	46.08	363,462,874	95.39	17,574,136	4.61	passed
<b>9</b> Control and Profit and Loss Transfer Agreements							
A. Control and Profit and Loss Transfer Agreement with Bayer Business Services GmbH	385,246,315	46.59	384,855,002	99.90	391,313	0.10	passed
B. Control and Profit and Loss Transfer Agreement with Bayer Technology Services GmbH	385,238,989	46.59	385,095,591	99.96	143,398	0.04	passed
C. Control and Profit and Loss Transfer Agreement with Bayer US IP GmbH	385,220,326	46.58	385,098,797	99.97	121,529	0.03	passed
D. Control and Profit and Loss Transfer Agreement with Bayer Bitterfeld GmbH	385,225,764	46.58	385,104,407	99.97	121,357	0.03	passed

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<b>9</b> Control and Profit and Loss Transfer Agreements (cont.)							
E. Control and Profit and Loss Transfer Agreement with Bayer Innovation GmbH	385,224,949	46.58	385,111,776	99.97	113,173	0.03	passed
F. Control and Profit and Loss Transfer Agreement with Bayer Real Estate GmbH	385,221,486	46.58	385,091,089	99.97	130,397	0.03	passed
G. Control and Profit and Loss Transfer Agreement with Erste K-W-A Beteiligungsgesellschaft mbH	385,219,024	46.58	385,070,255	99.96	148,769	0.04	passed
H. Control and Profit and Loss Transfer Agreement with Zweite K-W-A Beteiligungsgesellschaft mbH	385,217,963	46.58	385,071,340	99.96	146,623	0.04	passed
<b>10</b> Election of the Auditor	383,699,098	46.40	376,480,790	98.12	7,218,308	1.88	passed

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