

Annual General Meeting 2012

Invitation for the Annual General Meeting
on July 19, 2012



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Invitation and Agenda
for
Annual General Meeting,

on Thursday, July 19, 2012 at 10 a.m.

of

Südzucker Aktiengesellschaft Mannheim/Ochsenfurt
(headquartered in Mannheim)

at the Congress Center Rosengarten,
Rosengartenplatz 2, 68161 Mannheim

Security ID: 729 700
ISIN DE 0007297004

We invite our shareholders to attend the

Annual General Meeting,

which will be held at Congress Center Rosengarten, Rosengartenplatz 2, 68161 Mannheim on Thursday, July 19, 2012 at 10 a. m.

I. AGENDA

1. Present the adopted annual financial statements and management report (including notes to the statements as per article 289, paragraphs 4 and 5 of HGB, the German Commercial Code) for the 2011/12 fiscal year, the approved consolidated financial statements and management report (including notes to the disclosed information as per article 315, paragraph 4 of the German Commercial Code) for the 2011/12 fiscal year and the report of the supervisory board.
2. Appropriate retained earnings
3. Ratify executive board members' actions for the 2011/12 financial year
4. Ratify supervisory board members' actions for the 2011/12 financial year
5. Supervisory board elections
6. Appoint the auditors and group auditors for the 2012/13 financial year

II. PROPOSED RESOLUTIONS

TOP 1

Present the adopted annual financial statements and management report (including notes to the statements as per article 289, paragraphs 4 and 5 of HGB, the German Commercial Code) for the 2011/12 fiscal year, the approved consolidated financial statements and management report (including notes to the disclosed information as per article 315, paragraph 4 of the German Commercial Code) for the 2011/12 fiscal year and the report of the supervisory board.

In its meeting on May 14, 2012, the supervisory board endorsed the financial statements and consolidated financial statements prepared by the executive board. The financial statements are thus adopted. In accordance with applicable law, there is thus no resolution required regarding this item.

TOP 2

Appropriate retained earnings

The executive and supervisory boards propose that the net retained earnings of Südzucker Aktiengesellschaft Mannheim/Ochsenfurt for fiscal 2011/12 of € 132,553,376.49 be used as follows:

Distribute a dividend of € 0.70 per share on 189,353,608 no-par value bearer shares	132,547,525.60 €
Transfer to new account	5,850.89 €
<hr/> Net retained earnings	<hr/> 132,553,376.49 €

To the extent that treasury shares are available on the day of the general meeting, the proposed resolution will be amended to reflect the distribution of € 0.70 per dividend-bearing share on treasury shares and the corresponding higher amount carried forward.

The dividend will be paid on July 20, 2012.

TOP 3

Ratify executive board members' actions for the 2011/12 financial year

The supervisory and executive boards move that the actions of the members of the executive board during the 2011/12 financial year be ratified.

TOP 4

Ratify supervisory board members' actions for the 2011/12 financial year

The executive board and supervisory board move that actions of the members of the supervisory board during the 2011/12 financial year be ratified.

TOP 5

Supervisory board elections

The terms of office of all members of the supervisory board end upon adjournment of the July 19, 2012 annual general meeting. New members must thus be appointed.

The supervisory board recommends that the following candidates, who are already members of the supervisory board, be reelected until the end of the annual general meeting at which shareholders will vote on ratification of their actions for the fourth fiscal year after the beginning of their term of office, whereby the business year in which the term of office begins is not counted:

Dr. Hans-Jörg Gebhard

Eppingen

Diplom-Agrar-Ingenieur (agricultural engineer)

Independent farmer and Chairman of Verband Süddeutscher Zuckerrübenanbauer e.V.

Memberships in other domestic, statutory supervisory boards

- CropEnergies AG, Mannheim
- VK Mühlen AG, Hamburg

Memberships in comparable German and foreign supervisory committees

- AGRANA Beteiligungs-AG, Vienna, Austria
- AGRANA Zucker, Stärke und Frucht Holding AG, Vienna, Austria (deputy chairman)
- Freiburger Holding GmbH, Berlin
- Raffinerie Tirlemontoise S.A., Brussels, Belgium
- Saint Louis Sucre S.A., Paris, France
- SZVG Süddeutsche Zuckerrübenverwertungs-Genossenschaft eG, Ochsenfurt (chairman)
- Vereinigte Hagelversicherung VVaG, Gießen
- Z & S Zucker und Stärke Holding AG, Vienna, Austria

Dr. Christian Konrad

Vienna, Austria

Attorney-at-law

Former Chairman of Raiffeisen-Holding Niederösterreich-Wien reg. Gen.m.b.H.

Memberships in other domestic, statutory supervisory boards

- BayWa AG, Munich (deputy chairman)

Memberships in comparable German and foreign supervisory committees

- RWA Raiffeisen Ware Austria AG, Vienna, Austria
- RWA Raiffeisen Ware Austria Handel und Vermögensverwaltung eGen, Vienna, Austria
- Saint Louis Sucre S.A., Paris, France
- Siemens Österreich AG, Vienna, Austria (deputy chairman)
- SZVG Süddeutsche Zuckerrübenverwertungs-Genossenschaft eG, Ochsenfurt
- UNIQA Versicherungen AG, Vienna, Austria (chairman)

Corporate memberships in comparable German and foreign supervisory committees

- AGRANA Beteiligungs-AG, Vienna, Austria (chairman)
- DO & CO Restaurants und Catering Aktiengesellschaft, Vienna, Austria
- KURIER Redaktionsgesellschaft m.b.H., Vienna, Austria (chairman)
- KURIER Zeitungsverlag und Druckerei Gesellschaft m.b.H., Vienna, Austria (chairman)
- Leipnik-Lundenburger Invest Beteiligungs-AG, Vienna, Austria (chairman)
- Raiffeisenlandesbank Niederösterreich-Wien AG, Vienna, Austria (chairman)
- Raiffeisen Zentralbank Österreich AG, Vienna, Austria (chairman)

Dr. Ralf Bethke

Deidesheim

Diplom-Kaufmann (degree in business administration)

Former chairman of the executive board of K+S Aktiengesellschaft

Memberships in other domestic, statutory supervisory boards

- Dr. Jens Ehrhardt Kapital AG, Pullach (chairman)
- K+S Aktiengesellschaft, Kassel (chairman)

Memberships in comparable German and foreign supervisory committees

- Benteler International AG, Salzburg, Austria (deputy chairman)
- SZVG Süddeutsche Zuckerrübenverwertungs-Genossenschaft eG, Ochsenfurt

Dr. Jochen Fenner

Gelchsheim

Diplom-Agrar-Ingenieur (agricultural engineer)

Independent farmer and Chairman of the executive board of SZVG

Süddeutsche Zuckerrübenverwertungs-Genossenschaft eG and

chairman of Verband Fränkischer Zuckerrübenbauer e.V.

Memberships in other domestic, statutory supervisory boards

- none

Memberships in comparable German and foreign supervisory committees

- AGRANA Beteiligungs-AG, Vienna, Austria
- AGRANA Zucker, Stärke und Frucht Holding AG, Vienna, Austria
- Z & S Zucker und Stärke Holding AG, Vienna, Austria

Erwin Hameseder

Mühldorf, Austria

Attorney-at-law

Chairman of Raiffeisen-Holding Niederösterreich-Wien reg.
Gen.m.b.H.

Memberships in other domestic, statutory supervisory boards

- none

Memberships in comparable German and foreign supervisory committees

- Flughafen Wien AG, Vienna, Austria (chairman)
- UNIQA Versicherungen AG, Vienna, Austria

Corporate memberships in comparable German and foreign supervisory committees

- AGRANA Beteiligungs-AG, Vienna, Austria
(second deputy chairman)
- AGRANA Zucker, Stärke und Frucht Holding AG,
Vienna, Austria (first deputy chairman)
- Leipnik-Lundenburger Invest Beteiligungs-AG, Vienna, Austria
- Mediaprint Zeitungs- und Zeitschriften
GmbH & Co. KG, Vienna, Austria (chairman)
- NÖM AG, Baden, Austria (chairman)
- NÖM International AG, Baden, Austria (deputy chairman)
- Raiffeisen Bank International AG, Vienna,
Austria (first deputy chairman)
- Raiffeisen Zentralbank Österreich AG, Vienna, Austria
- STRABAG SE, Villach, Austria (deputy chairman)
- Z & S Zucker und Stärke Holding AG, Vienna, Austria (chairman)

Ralf Hentzschel

Panschwitz-Kuckau

Teacher

Independent farmer and Chairman of the Verband
Sächsisch-Thüringischer Zuckerrübenanbauer e.V.

Memberships in other domestic, statutory supervisory boards

- none

Memberships in comparable German and foreign supervisory committees

- none

Wolfgang Kirsch

Königstein

Diplom-Betriebswirt (business administration degree)

Chairman of the executive board of DZ BANK AG

Memberships in other domestic, statutory supervisory boards (all corporate memberships)

- Bausparkasse Schwäbisch Hall AG, Schwäbisch Hall (chairman)
- R+V Versicherung AG, Wiesbaden (chairman)
- Union Asset Management Holding AG, Frankfurt/Main (chairman)

Memberships in comparable German and foreign supervisory committees

- Landwirtschaftliche Rentenbank, Frankfurt/Main
- SZVG Süddeutsche Zuckerrübenverwertungs-
Genossenschaft eG, Ochsenfurt

Georg Koch

Wabern

Diplom-Landwirt (agronomist)

Independent farmer and Chairman of the Verband der Zuckerrübenanbauer Kassel e.V.

Memberships in other domestic, statutory supervisory boards

- none

Memberships in comparable German and foreign supervisory committees

- none

Erhard Landes

Donauwörth

Landwirtschaftsmeister (masters diploma in farming)

Independent farmer and Chairman of Verband bayerischer Zuckerrübenanbauer e.V.

Memberships in other domestic, statutory supervisory boards

- none

Memberships in comparable German and foreign supervisory committees

- none

Joachim Rukwied

Eberstadt

Diplom-Ingenieur (FH)

Independent farmer and vintner, President of Landesbauernverband in Baden-Württemberg e.V.

Memberships in other domestic, statutory supervisory boards

- none

Memberships in comparable German and foreign supervisory committees

- AGRA-EUROPE Presse- und Informationsdienst GmbH, Bonn
- Cost center Landesbauernverband Baden Württemberg GmbH, Stuttgart (chairman)

The supervisory board is comprised of ten members representing the shareholders and ten representing the employees as per article 96, paragraph 1 and article 101, paragraph 1 of the German Stock Corporation Act and article 1, paragraph 1 and article 7 clause 1 of the German Codetermination Act.

Shareholders at the annual general meeting are not required to endorse nominations for shareholder representatives.

The intention is to nominate Dr. Gebhard to the position of supervisory board chairman again.

TOP 6

Appoint the auditors and group auditors for the 2012/13 financial year

The supervisory board proposes that PricewaterhouseCoopers Aktiengesellschaft Wirtschaftsprüfungsgesellschaft, Frankfurt/Main be named auditor and group auditor for the 2012/13 financial year.

III. ADDITIONAL INFORMATION REGARDING THE PROCEDURE FOR CALLING THE MEETING

1. Total number of shares and voting rights at the time the meeting is called

At the time the meeting is called, the company's share capital totaled € 189,353,608 consisting of 189,353,608 no-par value bearer shares. Each share is granted one vote at the annual general meeting. Both the total number of shares and voting rights at the time of calling the annual general meeting is thus 189,353,608. At the time the meeting is called, the company holds 600,000 treasury shares, for which it has no voting rights.

2. Participation in the annual general meeting and exercising voting rights

Prerequisites for participating in the annual general meeting and exercising voting rights

Only shareholders who register at the following address no later than July 12, 2012 (midnight) are entitled to participate in the annual general meeting and exercise their voting rights:

Südzucker Aktiengesellschaft Mannheim/Ochsenfurt
c/o Deutsche Bank AG
Securities Production
- General Meetings -
P.O. Box 20 01 07
60605 Frankfurt/Main

Fax: +49 (0) 69/12012-86045
E-mail: WP.HV@Xchanging.com

Shareholders must also provide proof of share ownership and that they were shareholders at the start of the twenty-first day prior to the annual general meeting; that is, June 28, 2012, 12 a.m. (record date), via the depository institution. As for the registration, proof of ownership of shares of the company must also be received at the aforementioned address no later than July 12, 2012 (midnight). The registration and proof of share ownership must be submitted in either German or English. The confirmation does not have to be signed.

After having received the registration and proof of share ownership, the registration office sends shareholders admission tickets entitling

them to participate in the annual general meeting. In order to ensure that admission tickets are received on time, we ask shareholders to please request tickets from their depository institution as early as possible. The depository institution will look after the required registration and submission of proof of required share ownership in this case. Admission tickets are issued purely for organizational purposes and do not represent any additional conditions related to participation.

The record date is the key date determining the extent to which shareholders are entitled to participate and exercise their voting rights at the annual general meeting. In terms of their relationship to the company and for the purpose of attending the annual general meeting or to exercise voting rights, only those who have provided confirmation of their shareholdings as of the record date shall be deemed to be shareholders. Changes to shareholdings after the record date are not considered. Shareholders who did not acquire their shares until after the record date may thus not participate in the annual general meeting. Shareholders who have properly registered and have submitted proof are entitled to participate in the annual general meeting and exercise their voting rights, even if they sold their shares after the record date. The record date has no impact on a shareholder's right to sell shares and is not relevant in relation to any potential dividend entitlements.

Procedure for voting by proxy

Shareholders can also cast their votes at the annual general meeting by proxy; e.g., by the depository bank, a shareholders' association, authorized representatives of the company or other persons of their choice. The following should be noted:

Timely registration and proof of share ownership is also required if shareholders choose to vote by proxy. If shareholders assign more than one person to act as their proxy, the company is entitled to reject one or more of these.

The proxy, its cancellation and proof of the authorization on behalf of the company need not be signed. In addition, unless instructions from the shareholder to the contrary exist, the personal attendance by the shareholder at the annual general meeting shall result in cancellation of the previously assigned proxy.

When assigning financial institutions, shareholders' associations or equivalent institutions, companies and persons as described in article 135, paragraph 8 or 10 of the German Stock Corporation Act to act as proxies, special procedures must normally be observed, the details of which should be obtained from the intended proxy. We therefore ask shareholders who wish to authorize a financial institution, shareholders' association or some other equivalent institution, company or person as outlined in article 135, paragraphs 8 and 10 of the German Stock Corporation Act to vote on their behalf, to please coordinate with such party regarding the proper form of proxy.

Proof of assigning a proxy can be submitted to the company at the following address:

Südzucker Aktiengesellschaft Mannheim/Ochsenfurt
c/o Computershare Operations Center
Prannerstraße 8
80333 Munich

Fax: +49 (0) 89/309037-4675

The form sent to shareholders together with the admission ticket after they have registered can be used to assign a proxy.

Once again this year, the company is offering its shareholders the option to assign power of attorney to a company-appointed **independent proxy** prior to the annual general meeting. Shareholders who wish to make representatives appointed by the company their proxy can also do so using the form sent together with the annual general meeting admission ticket to shareholders who have registered. To authorize a representative nominated by the company to vote on their behalf, shareholders must issue express voting instructions on the respective agenda items. Unless such instructions have been issued, the entire form of proxy will be invalid. Appointed proxies are obliged to vote in accordance with the instructions that they have received. They are not permitted to vote as they see fit.

Shareholders cannot participate in votes on motions regarding annual general meeting procedures, counterproposals made at the annual

general meeting or motions not properly submitted by shareholders prior to the annual general meeting as per article 126 of the German Stock Corporation Act and nominations as per article 127 of the German Stock Corporation Act via the persons appointed to act as proxies by the company. Neither do the appointed proxies accept any verbal communications, file objections to annual general meeting resolutions, ask questions or table motions on behalf of shareholders.

Assignments of company-appointed proxies, cancellation or proof of the authorization must be submitted on the forms provided and need to be signed. Shareholders will receive the required documents and information together with their admission ticket.

Registered shareholders are entitled to personally attend the annual general meeting even after they have assigned a company appointee to act as their proxy.

Please send proxy forms/instructions to proxies by regular mail or fax, to be received no later than July 18, 2012 (received by 6 p.m.) at the following address:

Südzucker Aktiengesellschaft Mannheim/Ochsenfurt
c/o Computershare Operations Center
Prannerstraße 8
80333 Munich

Fax: +49 (0) 89/309037-4675

Proxies and instructions, cancellations of proxies and proof of proxy can also be sent **electronically** via the company's Internet-based proxy and instruction system. The system is accessible to shareholders via the following link:

[http://www.suedzucker.de/en/Investor-Relations/
Hauptversammlung/](http://www.suedzucker.de/en/Investor-Relations/Hauptversammlung/)

Instructions for using this tool are also provided. The following deadlines apply for assigning proxies or issuing instructions via this system:

- Proxy forms/instructions to proxies can be submitted, changed or canceled up until 6 p. m. on the day prior to the annual general meeting (July 18, 2012).
- Proxies to third parties can be assigned, proven, amended or canceled up until the adjournment of the annual general meeting.

3. Shareholder rights

Motions on amendments as per article 122, paragraph 2 of the German Stock Corporation Act

Shareholders whose interest totals at least 5 % of share capital (corresponding to € 9,467,680.40 or rounded up to the next higher whole number of shares, 9,467,681 shares) or whose interest reaches € 500,000 of total share capital (corresponding to 500,000 shares) can demand that items be added to the agenda and published. Each new item must be accompanied by reasons or by a draft resolution. The request shall be in writing with signature and submitted to the executive board of Südzucker Aktiengesellschaft Mannheim/Ochsenfurt and must be received by the company at least thirty days prior to the annual general meeting; that is, no later than midnight on June 18, 2012. Requests for amendments received after this date will not be considered. Please send any requests to the following address:

Südzucker Aktiengesellschaft Mannheim/Ochsenfurt
 Executive board
 Theodor-Heuss-Anlage 12
 68165 Mannheim, Germany

The petitioner or petitioners must prove that they have held their shares for at least three months prior to the day of the annual general meeting. Article 70 of the German Stock Corporation Act applies to this deadline.

To the extent that they were not already published with the notice for the annual general meeting, amendments to the agenda subject to publication will be published in the Bundesanzeiger and other media the company assumes will distribute the information throughout the entire European Union immediately after the motions have been received. In addition, they will be published at the following URL:

[http://www.suedzucker.de/en/Investor-Relations/
Hauptversammlung/](http://www.suedzucker.de/en/Investor-Relations/Hauptversammlung/)

Counter motions and nominations in accordance with articles 126, paragraph 1 and 127 of the German Stock Corporation Act

Shareholders of the company can submit counter motions to executive board and/or supervisory board recommendations on specific agenda items, as well as nominating external auditors. Such submissions (including rationale) and nominations shall be exclusively submitted to

Südzucker Aktiengesellschaft Mannheim/Ochsenfurt
Investor Relations
Theodor-Heuss-Anlage 12
68165 Mannheim, Germany

or by fax to: +49 (0) 621/421-7843

or by e-mail to: investor.relations@suedzucker.de

Reasons must be given for counter motions; the same does not apply to nominations.

Proper counter motions and nominations submitted by shareholders and received at least fourteen days prior to the date of the annual general meeting; i.e., no later than July 4, 2012 (midnight), will be immediately published at the following website:

[http://www.suedzucker.de/en/Investor-Relations/
Hauptversammlung/](http://www.suedzucker.de/en/Investor-Relations/Hauptversammlung/)

Any comments from management will also be posted at the above Internet address.

The company may decline to publish a counter motion and its rationale or a nomination if one of the conditions for exclusion as per article 126, paragraph 2 of the German Stock Corporation Act exists; for example, because the nomination or counter motion would result in a resolution by shareholders at the annual general meeting that contravenes either the law or the Articles of Incorporation. Neither must a nomination be published if it does not include the name,

the profession and the place of residence of the nominee. Furthermore, neither must nominations of supervisory board members be published if no information is enclosed about the memberships of the recommended candidates in other legally required supervisory boards as stipulated in article 125, paragraph 1, clause 5 of the German Stock Corporation Act. The reason for a countermotion does not need to be published if it is longer than 5,000 characters.

Shareholders are asked to prove the extent of their holdings at the same time they submit the countermotion or nomination. Note that countermotions and nominations sent to the company in advance will only be considered at the annual general meeting if they are presented orally at the meeting. The right of every shareholder to present countermotions to the various agenda items or to make nomination proposals during the annual general meeting without having submitted them to the company prior to the meeting remains unchanged.

Access to information right as per article 131, paragraph 1 of the German Stock Corporation Act

Article 131, paragraph 1 of the German Stock Corporation Act states that every shareholder may request information from the executive board at the annual general meeting regarding company issues, including legal and business relationships with associated companies and the business situation of the group and companies included in the consolidated financial statements, provided the information is required to properly assess a particular agenda item.

Other explanations

Other explanations regarding shareholder rights as per articles 122, paragraph 2, 126 paragraph 1, 127 and 131, paragraph 1 of the German Stock Corporation Act are available at the company's Web site at:

<http://www.suedzucker.de/en/Investor-Relations/Hauptversammlung/>

IV. INFORMATION AND DOCUMENTS FOR THE ANNUAL GENERAL MEETING

Information at the Web site

This invitation to the annual general meeting, other documents published in conjunction with the annual general meeting and further information related to the annual general meeting can be downloaded from the company's Web site at:

<http://www.suedzucker.de/en/Investor-Relations/Hauptversammlung/>

All information to be published by law for the annual general meeting will be available for viewing at the annual general meeting.

Voting results

The voting results determined by the chairperson of the meeting will be published at the company's Web site at:

<http://www.suedzucker.de/en/Investor-Relations/Hauptversammlung/>

Publication of the invitation

The invitation to the annual general meeting was published in the Bundesanzeiger on May 18, 2012 and was sent for publication to media that are assumed will distribute the information throughout the entire European Union

Mannheim, May 2012

Südzucker Aktiengesellschaft Mannheim/Ochsenfurt
The executive board

SUMMARY OF FISCAL 2011/12

- Consolidated group revenues climb 14 % to € 6,992 (6,161) million
- Consolidated group operating profit rises sharply, up 44 % to € 751 (521) million, driven mainly by the sugar segment's improved operating profit
- Sugar segment posts higher revenue and profit, mainly due to higher overall sales revenues:
 - Revenues: +14 % to € 3,728 (3,279) million
 - Operating profit: € 511 (285) million
- Special products segment's revenues and operating profits rise again, driven mainly by the starch division:
 - Revenues: +15 % to € 1,806 (1,575) million
 - Operating profit: € 149 (144) million
- CropEnergies segment revenues and operating profit again up sharply driven by higher bioethanol and byproduct sales:
 - Revenues: +21 % to € 529 (437) million
 - Operating profit: € 53 (46) million
- Fruit segment reports that higher commodity costs drove revenues up and operating profit down:
 - Revenues: +7 % to € 929 (870) million
 - Operating profit: € 38 (46) million
- Cash flow rises to € 823 (606) million
- Investments at € 286 (251) million
- Net financial debt cut further to € 791 (854) million

OUTLOOK FOR THE FISCAL 2012/13

- Consolidated group revenues of over € 7.0 (2011/12: 7.0) billion expected.
- Operating profit of over € 800 (2011/12: 754) million expected.
- Budget for investments in fixed assets higher than last year.

Further details about Südzucker Group can be found in the company's current annual report at www.suedzucker.de

Key figures

		2011/12	2010/11
Revenues and earnings			
Revenues	€ million	6,992	6,161
EBITDA	€ million	1,015	775
EBITDA margin	%	14.5	12.6
Operating profit	€ million	751	521
Operating margin	%	10.7	8.5
Net earnings (loss) for the year	€ million	515	346
Cash flow and investments			
Cash flow	€ million	823	606
Investments in fixed assets ¹	€ million	276	245
Investments in financial assets/ acquisitions	€ million	10	6
Total investments	€ million	286	251
Performance			
Fixed assets ¹	€ million	2,605	2,612
Goodwill	€ million	1,141	1,131
Working capital	€ million	1,848	1,451
Capital employed	€ million	5,707	5,314
ROCE	%	13.2	9.8
Capital structure			
Total assets	€ million	8,289	7,260
Shareholders' equity	€ million	3,969	3,687
Net financial debt	€ million	791	854
Net financial debt to cash flow ratio		1.0	1.4
Equity ratio	%	47.9	50.8
Net financial debt as % of equity (Gearing)	%	19.9	23.2
Shares			
Market capitalization	€ million	4,117	3,768
Total shares issued as of February 28/29	million	189.4	189.4
Closing price on February 28/29	€	21.75	19.90
Earnings per share	€	1.99	1.33
Dividend	€	0.70 ²	0.55
Yield as of February 28/29	%	3.2	2.8
Employees		17,489	17,658

¹ Including intangible assets. ² Proposed.

REPORT OF THE BOARD

Sugar again played the lead role at Südzucker Group in fiscal 2011/12: beet harvest and sugar production levels were close to record-breaking. At the same time, media headlines were repeatedly dominated by sugar pricing and sugar shortage issues. More about this later.

Let me first talk about the highlights of fiscal 2011/12 for the entire Südzucker Group: Our consolidated revenues of € 7.0 (6.2) billion, consolidated operating profit of € 751 (521) million and earnings per share of almost € 2 took us to a whole new level.

For Südzucker, long-term reliability is even more important now that we do business in a global environment, in which there are few reliable general frameworks and the impact of individual events on the economy are unpredictable and erratic. Our four segments give us a solid, strong foundation from which to service the rising demand for food and energy. The individual segments can respond quickly and flexibly to changing conditions. As a group, we have the ability to mitigate weaknesses in individual segments. To experience values such as tradition, reliability and continuity in times in which the solvency of entire countries is questionable is a true Renaissance.

The sugar segment, which was particularly successful in 2011/12, has the longest tradition. Revenues of € 3,728 (3,279) million and operating profit of € 511 (285) million, nearly twice that of the year prior, are the key financial indicators. A record campaign that resulted in the production of 5.4 million tonnes of sugar reflects the real processes that are behind these numbers. Granted, here we also benefited from the conditions in the world sugar market and the favorable weather conditions from planting right through to harvest. However, we should not forget that considerable expertise and commitment are required to process, store, ship and sell such huge volumes.

In the special products segment, which supplies, among other things, ingredients for food and consumer products such as pizzas, we are in a situation in which we are squeezed between the availability and increasing cost of agricultural raw materials on the one hand and a downward price pressure on consumer products on the other. Because of the difficult economic situation in many countries, consumers often reach for cheaper products. In spite of this, the segment was able to boost revenues to € 1,806 (1,575) million and

generate an operating profit of € 149 (144) million, slightly higher than the year prior and better than the original forecast. This is mainly thanks to the starch division, which supplied a high volume and was able to pass the higher commodity prices on to the market.

CropEnergies also exceeded our expectations. The development of the productivity and capacity utilization of our bioethanol factories in Wanze and Zeitz has been very positive. At the same time, the segment was able to generate higher sales revenues for our ethanol, food and animal feed products, which enabled it to report sharply higher revenues and operating profits of € 529 (437) million and € 53 (46) million respectively.

The fruit segment's concentrates division was better able to deal with the higher commodity costs than fruit preparations. Despite the higher revenues of € 929 (870) million, the division's overall operating profit declined to € 38 (46) million.

Südzucker Group's R&D department, which serves all of the group's companies, focuses on developing new food products and concepts that will enable our food additives to be successfully established in the marketplace.

Let's take a brief look at the current fiscal year. Our aim is to continue to grow profitably in all four segments going forward. In addition to growing organically, we will continue to look for joint ventures, sales partners and acquisitions in the future. The issue of commodity prices will again impact our forecast for the current fiscal year. We expect all segments to contribute to a slight increase in revenues in 2012/13. We expect an operating profit of over € 800 million.

Recommendation on appropriation of profits

The executive and supervisory boards' recommended dividend of € 0.70 (0.55)/share reflects the significantly higher profits. Based on the 189.4 million shares issued, the total dividend distribution will be € 132.6 (104.1).

SÜDZUCKER GROUP SEGMENTS 2011/12

Sugar segment	2011/12
Revenues	€ 3,728 million
EBITDA	€ 626 million
Depreciation on fixed assets and intangible assets	€ -115 million
Operating profit	€ 511 million
Restructuring/special items	€ 14 million
Income from operations	€ 525 million
EBITDA margin	16.8 %
Operating margin	13.7 %
ROCE	17.1 %
Investments in fixed assets	€ 145 million
Investments in financial assets	€ 3 million
Total investments	€ 148 million
Employees	7,976

Group

- European market leader
- 29 sugar factories, 3 refineries
- 412,000 ha cultivation area
- 31.3 million t beets processed
- 5.4 million t sugar produced (incl. raw sugar refining)

Germany

- 9 sugar factories

Belgium

- 2 sugar factories

Bosnia

- 1 refinery

France

- 4 sugar factories, 1 refinery

Moldova

- 2 sugar factories

Austria

- 2 sugar factories

Poland

- 5 sugar factories

Romania

- 1 sugar factory, 1 refinery

Slovakia

- 1 sugar factory

Czech Republic

- 2 sugar factories

Hungary

- 1 sugar factory

Special products segment	2011/12
Revenues	€ 1,806 million
EBITDA	€ 231 million
Depreciation on fixed assets and intangible assets	€ -82 million
Operating profit	€ 149 million
Restructuring/special items	€ -4 million
Income from operations	€ 145 million
EBITDA margin	12.8 %
Operating margin	8.3 %
ROCE	10.7 %
Investments in fixed assets	€ 74 million
Investments in financial assets	-
Total investments	€ 74 million
Employees	4,381

BENE0

- Functional food ingredients: inulin, oligofructose, isomalt, Palatinose™ and rice derivatives
- Ingredients for animal feed
- Ingredients for the non-food and pharmaceutical sectors
- 5 production locations around the world (Belgium, Chile, Germany, Italy)

Freiberger

- Frozen and chilled pizza as well as frozen pasta dishes and snacks
- 5 production locations in Europe (Germany, Great Britain, Austria)

PortionPack Europe

- Portion packs
- 6 production locations (Belgium, Great Britain, Netherlands, Spain, Czech Republic)

Starch

- Starch for food and non-food sectors as well as bioethanol
- 3 production locations in Austria, 1 each in Hungary and Romania
- Production capacity per year: up to 240,000 m³ bioethanol in Austria, up to 187,000 m³ bioethanol in Hungary (Hungarna)

CropEnergies segment	2011/12
Revenues	€ 529 million
EBITDA	€ 84 million
Depreciation on fixed assets and intangible assets	€ -31 million
Operating profit	€ 53 million
Restructuring/special items	€ -1 million
Income from operations	€ 52 million
EBITDA margin	15.9 %
Operating margin	10.0 %
ROCE	10.2 %
Investments in fixed assets	€ 14 million
Investments in financial assets	-
Total investments	€ 14 million
Employees	310

CropEnergies AG

- One of the leading European manufacturers of sustainably produced bioethanol, predominantly for the fuel sector
- Annual production capacity of over 700,000 m³ for bioethanol and over 500,000 t for food and animal feed
- 1 production location in Germany (Zeitz) with an annual capacity of up to 360,000 m³ bioethanol
- 1 production location in Belgium (Wanze) with an annual bioethanol production capacity of up to 300,000 m³
- 1 production location in France (Loon-Plage) with an annual capacity up to 180,000 m³ bioethanol, of which 100,000 m³ for fuel applications and 80,000 m³ for traditional applications
- Joint venture with Tyczka Energie GmbH to operate a production system for food-grade CO₂ with an annual capacity of 100,000 t

Fruit segment	2011/12
Revenues	€ 929 million
EBITDA	€ 74 million
Depreciation on fixed assets and intangible assets	€ -36 million
Operating profit	€ 38 million
Restructuring/special items	€ -1 million
Income from operations	€ 37 million
EBITDA margin	7.9 %
Operating margin	4.1 %
ROCE	4.7 %
Investments in fixed assets	€ 43 million
Investments in financial assets	€ 7 million
Total investments	€ 50 million
Employees	4,822

Fruit preparations

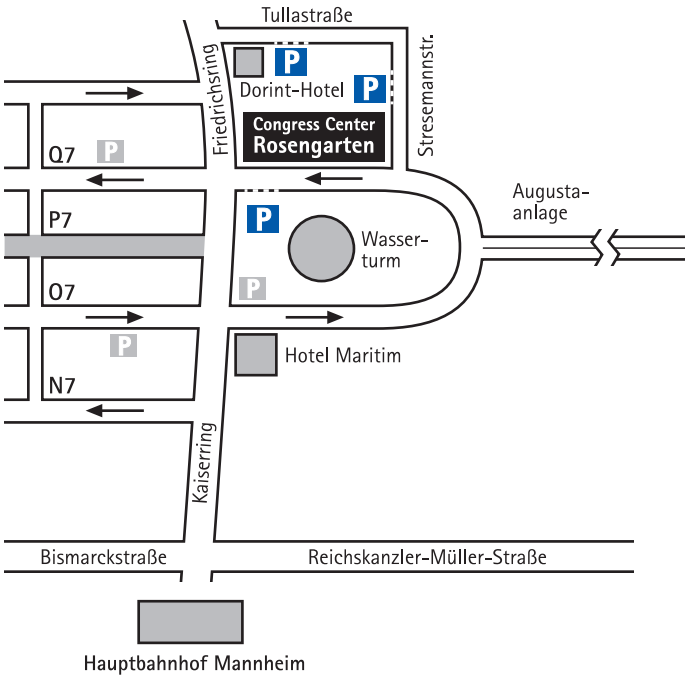
- Fruit preparations for international food companies (e.g., dairy, ice cream and baked goods industries)
- World market leader
- 27 production locations around the world (Belgium, Germany, France, Austria, Poland, Russia, Serbia, Turkey, Ukraine; Egypt, Argentina, Australia, Brazil, China, Fiji, Morocco, Mexico, South Africa, South Korea, United States)

Fruit juice concentrates

- Apple juice and berry juice concentrates
- One of the leading producers of fruit-juice concentrates in Europe
- 11 production locations (China, Denmark, Austria, Poland, Romania, Hungary, Ukraine)

APPROACH

Congress Center Rosengarten, Mannheim



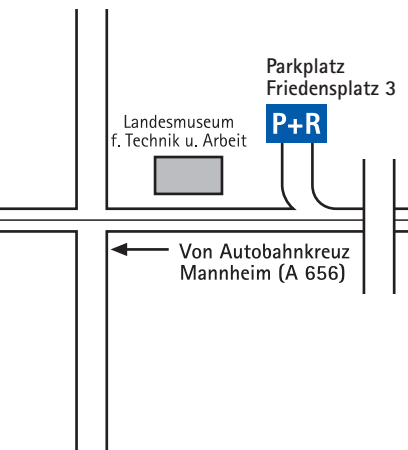
Approach by car:

- ▮ Motorway A 656 direction Mannheim
- ▮ Follow traffic signs with direction city center

P Parking opportunities for free:

- ▮ Parking garage of Congress Center Rosengarten, Mannheim
- ▮ Parking garage beyond Wasserturm (Water tower) on parking level reserved for shareholders (signposted)
- ▮ Parking garage of Dorint-Hotel

When driving into the parking garage you will receive a ticket for driving-in and -out after you have disclosed your Annual General Meeting (AGM) entry ticket. Please note that access to Congress Center Rosengarten is possible only via main entrance (entry court of Rosengarten) and not via parking garage entrances.



P+R Park and Ride

- ▮ Parking slot Friedensplatz at motorway A 656
- ▮ Regular bus shuttle to Congress Center Rosengarten

Approach by railway:

- ▮ Main station Mannheim
- ▮ Tram lines 3 and 7 up to stopover Wasserturm
- ▮ Alternatively footwalk from main station to Congress Center Rosengarten (c. 10–15 minutes)

Approach by traffic network Rhine-Neckar (Verkehrsverbund Rhein-Neckar) (VRN):



Entry ticket to the Annual General Meeting (AGM) entitles shareholders on day of AGM until next day 3am to the usage of all buses, trams and specific trains (Deutsche Bahn: RE, RB and S-Bahn in the second class respectively) within traffic network Rhine-Neckar (Verkehrsverbund Rhein-Neckar) (VRN– **Geltungsbereich unter:** http://www.vrn.de/mam/vrn/tickets/dokumente/2012_tarifgebietskarte.pdf).

FINANCIAL CALENDAR

Q1 - 1 st quarter report 2012/13	July 12, 2012
Annual general meeting for fiscal 2011/12	July 19, 2012
Q2 - 1 st half year report 2012/13	October 11, 2012
Q3 - 3 rd quarter report 2012/13	January 10, 2013
Press and analysts' conference fiscal 2012/13	May 16, 2013
Q1 - 1 st quarter report 2013/14	July 11, 2013
Annual general meeting for fiscal 2012/13	August 1, 2013

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Südzucker Group on the Internet

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