

**Announcement in accordance with Article 5 (1a) of Regulation (EU) 596/2014 and Article 2 of Delegated Regulation (EU) 2016/1052 of the Commission of 8 March 2016**

Südzucker AG intends to acquire a maximum of 60,000 shares in Südzucker AG (ISIN DE0007297004) in the period from 4 June 2019 to 14 June 2019 in accordance with Section 71, Paragraph 1, Item 2 of the German Stock Corporation Act. The share buyback will be conducted via stock exchange and will be limited to a total purchase price of EUR 900,000.00 allocable to the acquisition of the shares (without incidental acquisition costs).

The acquisition of these shares serves the sole purpose of meeting obligations arising from an employee share programme of Südzucker AG within the meaning of Article 5 (2c) of Regulation (EU) No. 596/2014. The actual number of shares to be purchased up to the maximum volume of 60,000 will depend on the development of the share price of the shares of Südzucker AG during the abovementioned buyback period.

Südzucker AG will conduct the acquisition in compliance with Article 5 of Regulation (EU) No. 596/2014 of the European Parliament and Council of 16 April 2014 and the applicable provisions of Delegated Regulation (EU) No. 2016/1052 of the Commission of 8 March 2016.

The buyback will be implemented under the lead of a bank, which will reach its decision on the timing of the acquisition of the shares independently and without being influenced by Südzucker AG in accordance with Article 4 (2b) of Delegated Regulation (EU) 2016/1052 of the Commission of 8 March 2016. Südzucker AG will thus not influence the decisions of the bank. In so doing, the bank will be bound to the provisions applicable to buyback programmes of Regulation (EU) No. 596/2014 and Articles 2 to 4 of Delegated Regulation (EU) 2016/1052 of the Commission of 8 March 2016.

The buyback is to be carried out at the best price and in the best interest of the Corporation and exclusively by means of electronic trading on the Frankfurt Stock Exchange (XETRA). The transactions shall be executed in accordance with the Market Abuse Regulation and Articles 2 to 4 of Commission Delegated Regulation (EU) 2016/1052 of March 8, 2016 regarding supplementation of Regulation (EU) No. 596/2014 of the European Parliament and of the Council by technical regulatory standards governing the conditions applicable to buyback programmes and stabilization measures.

In accordance with these regulations, the purchase price (excluding incidental acquisition costs) for the buyback of shares may not, among other things, exceed the price of the last independently concluded transaction or, if this is higher, that of the highest independent purchase bid currently being made on the stock exchange on which the respective purchase takes place. Orders are not placed during an auction phase and orders placed prior to the start of an auction phase are not changed during this phase. In addition, the bank may not in total acquire more than 25% of the average daily trading volume of shares on the stock exchange on a single day on which the respective purchase takes place. The average daily trading volume is calculated as the average taken over the 20 trading days prior to the actual purchase date.

If necessary and legally permissible, the share buyback programme may be suspended and resumed at any time.

Information on transactions associated with the share buyback programme will be published appropriately in both detailed and aggregated form no later than at the end of the seventh trading day after the day on which such transactions are executed. Furthermore, Südzucker AG will report on the course of the share buyback programme on

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

in compliance with statutory regulations and ensure that this information remains available to the public for at least five years from the date of the announcement.

Mannheim, June 2019

Südzucker AG

The Executive Board