

## **Information on attendance at the Annual General Meeting, postal votes, and the appointment of proxies**

Dear shareholders and shareholder representatives,

The following document contains important information and notices on attendance at the Ordinary Annual General Meeting of our Company

on Thursday, April 26, 2012,  
at 10.30 a.m. (doors open at 9.30 a.m.)  
in the Congress Centrum Hamburg, Room 1,  
Am Dammtor/Marseiller Strasse in Hamburg/Germany

and as well as on postal votes on the appointment of proxies.

### **Entitlement to attend by way of registration and proof of share ownership**

According to § 18 of the Company's Articles of Association, shareholders are entitled to attend the Annual General Meeting and to exercise their voting rights if they have registered for the Annual General Meeting and submitted special proof of their share ownership in *Textform* (written proof according to § 126b *Bürgerliches Gesetzbuch* (German Civil Code, *BGB*)) in German or English from their custodian bank to the Company at the following address: Beiersdorf Aktiengesellschaft, c/o HV AG, Georgenstrasse 20, 92224 Amberg, Germany, Fax: +49 (0) 40 4909-187603, E-mail: HV-Anmeldung@Beiersdorf.com.

The proof of share ownership must refer to the **beginning of April 5, 2012** (0.00 hrs, the so-called record date) and must be received by the Company together with the registration at the above-mentioned address **by the end of April 19, 2012 (24.00 hrs) at the latest**.

In relation to the Company, only shareholders who have provided proof of share ownership can participate in the Annual General Meeting and vote. The entitlement to participate and the extent of the voting rights are determined solely by the shareholder's shareholdings on the record date.

After the registration and the proof of share ownership have been received at the above address, the eligible shareholders will receive entry cards indicating the number of votes to which the owner is entitled. To ensure the timely receipt of the entry cards, we request that shareholders take care to submit their registration for the Annual General Meeting and the proof of their share ownership to the Company in good time.

### **Personal attendance** <sup>(1)</sup>

The entry card that will be sent to you allows you to attend the Annual General Meeting. Please present all of the entry cards in your possession at the desks at the entrance so that they can be registered. Only entry cards registered at this point will entitle their holders to vote. After the entry cards have been checked and registered, you will receive back your "HV-Karte" (part of your entry card). This will allow you in particular to cast your vote on each of the individual agenda items.

### **Issuing a proxy to a third party** <sup>(1,5)</sup>

If you are unable to attend the Annual General Meeting in person, you may issue a proxy to another person or institution, a shareholders' association, or a credit institution. Even if a proxy is issued to a third party, shareholders must submit their registration for the Annual General Meeting and the proof of

share ownership in the form described above by the deadline. To the extent that the proxy has not been issued to a credit institution, a shareholders' association, or other persons or institutions with equivalent status to these under the provisions of stock corporation law, the proxy, its revocation, and proof of power of attorney intended for the Company must be issued in *Textform* (written proof according to § 126b *BGB*). To issue a proxy, we ask our shareholders to use the proxy form included with their entry card or the proxy form available on the Company's website at [www.Beiersdorf.de/Hauptversammlung](http://www.Beiersdorf.de/Hauptversammlung). The Company will also send a proxy form to shareholders on request.

Proof of power of attorney (issued to the representative) can be provided by the representative presenting the power of attorney at the point of access control on the day of the Annual General Meeting. Alternatively, it can also be sent to the Company in advance up to the **end of April 24, 2012** (24.00 hrs) by fax (+49 (0) 40 4909-187603) or by e-mail (HV-Anmeldung@Beiersdorf.com). Please hand/send the complete original entry card (including the "HV-Karte") and this information sheet to your proxy, whether or not you hand/send the proxy to your representative or send the proxy to the Company by fax or by e-mail in advance. Instructions on how to exercise your voting rights must be issued directly to the proxy.

Credit institutions, shareholders' associations, or other persons or institutions with equivalent status to these under the provisions of stock corporation law may stipulate different provisions for their proxies.

#### **Granting power of attorney and instructions to the proxy appointed by the Company** <sup>(2,3,4,5)</sup>

If you are unable to attend the Annual General Meeting, do not submit postal votes, and do not wish to issue a proxy to a third party, we can offer you the option of issuing a proxy to attend the Annual General Meeting to an employee of the Company prior to the Annual General Meeting. Shareholders must also submit their registration for the Annual General Meeting and the proof of share ownership in the form described above by the deadline if they plan to appoint the proxy appointed by the Company.

The Company has appointed Dr. Jens Geißler, Hamburg, Germany, as its authorized proxy with the right of sole representation and the right to issue sub-proxies. The Company's proxy must be issued with express, clear how to instructions to exercise your voting rights. The Company's proxy is obliged to vote as instructed and may not exercise voting rights at his own discretion. To the extent that you do not vote in favour of the management's proposals for all agenda items and do not issue express and clear instructions, the proxy appointed by the Company will abstain on the respective item of the agenda.

You may grant a power of attorney and give instructions to exercise voting rights to the proxy appointed by the Company in writing, by fax, or by e-mail using the proxy and instruction forms provided with the entry cards or on the Company's website ([www.Beiersdorf.de/Hauptversammlung](http://www.Beiersdorf.de/Hauptversammlung)). The proxy and instruction form must be filled out completely and received by the Company by mail (Beiersdorf Aktiengesellschaft, Investor Relations (Bf. 86), Unnastrasse 48, 20245 Hamburg, Germany), by fax (+49 (0) 40 4909-187603), or by e-mail (HV-Anmeldung@Beiersdorf.com) up to the **end of April 24, 2012 at the latest** (24.00 hrs). Thank you for your understanding that we cannot honor powers of attorney and instructions received after this date.

#### **Submitting votes by post** <sup>(2,3,4)</sup>

You may also submit your votes by postal vote, i.e., without attending the Annual General Meeting in person or via a proxy. When submitting postal votes you also have to register and to submit proof of share ownership in the form described above by the deadline.

Postal votes can be submitted in writing (Beiersdorf Aktiengesellschaft, Investor Relations (Bf. 86) Unnastrasse 48, 20245 Hamburg, Germany), by fax (+49 (0) 40 4909-187603), or by e-mail (HV-Anmeldung@Beiersdorf.com) using the postal voting forms included with the entry cards to the Annual General Meeting and made available on the Company's website at [www.Beiersdorf.de/Hauptversammlung](http://www.Beiersdorf.de/Hauptversammlung). Postal votes must also be received by the Company by the **end of April 24, 2012 (24.00 hrs) at the latest**. Thank you for your understanding that we cannot honor postal votes received after this date.

To the extent that you do not vote in favor of the management's proposal for all agenda items and do not issue an express and clear vote by postal vote, your vote will be considered as an abstention in relation to the respective item of the agenda.

Credit institutions, shareholders' associations, or other persons named in § 135 (8) *AktG* who have been granted a power of attorney as well as other persons who have been granted a power of attorney by shareholders can also vote by post. The regulations for issuing a proxy to a third party (in the form described above), in each case apply accordingly in particular with regard to the proof of power of attorney.

**Legal notices:**

- (1) The registration submitted in due time and form allows shareholders to attend the Annual General Meeting in person, even if they have already granted power of attorney to a third party. Where shareholders present themselves in person at the desks at the entrance to the Annual General Meeting, this is taken to be a revocation of any power of attorney previously granted.
- (2) The registration submitted in due time and form allows shareholders to attend the Annual General Meeting, even if they have already submitted their votes by postal vote or have already granted power of attorney to the proxy appointed by the Company. Where shareholders or their proxies present themselves in person at the desks at the entrance to the Annual General Meeting, this is taken to be a revocation of the postal vote or the power of attorney and instructions previously granted/given to the proxy appointed by the Company.
- (3) If shareholders submit any further motions (e.g., countermotions) for resolution, the proxy appointed by the Company will abstain from voting in such cases. Please note that the proxy appointed by the Company also cannot react to any changes that occur during the Annual General Meeting. For example, the proxy appointed by the Company will abstain from voting on motions regarding the procedures to be adopted at the Annual General Meeting or any other motions not announced prior to the Annual General Meeting. This also applies accordingly for postal votes, i.e., these will also be considered to be abstentions in such cases.
- (4) In the event that, exceptionally, individual voting is used for the individual sub-items of an agenda item, instructions issued to the proxy appointed by the Company for these agenda items and postal votes submitted for the agenda items shall be taken to apply to all individual resolutions taken on the relevant agenda items.
- (5) As a matter of principle, proxies have the right to issue sub-proxies.