

March 2011

BASF SE Annual Meeting on Friday, 6 May 2011

Dear BASF Shareholder,

The Annual Meeting of BASF SE will be held on Friday, 6 May 2011 at the Congress Center Rosengarten, Rosengartenplatz 2, 68161 Mannheim in Germany. You are cordially invited to participate. Should you not be able to attend this year's Annual Meeting, you can still use your voting rights.

A high level of participation at the Annual Meeting is very important and demonstrates that shareholders recognize the value and importance of their voting rights. I therefore encourage you to exercise your voting rights.

If you cannot attend our Annual Meeting in person, you have the following possibilities to exercise your voting rights:

- either by appointing a proxy or instructing your custodian to vote on your behalf; or
- by casting your vote through BASF's proxy representatives.

At the Annual Meeting 2010 BASF shareholders voted by a large majority in favour of conversion of BASF shares from bearer shares to registered shares. Conversion of the 918.5 million shares took place on 2 August 2010.

For your participation in the Annual Meeting of BASF SE as well as exercising your voting rights (either in person or via an appointed representative) it is necessary that your vote is registered by **Friday, 29 April 2011**. Relevant for the right to participate and vote at the Annual Meeting are the number of shares registered in our share register at the end of 29 April 2011.

Any shares may be freely available also after the registration. No share blocking applies to any BASF SE share. This should facilitate voting your shares at the Annual Meeting. If you receive any notice from your custodian or proxy agent indicating that share blocking applies for our Annual Meeting, please refer them to D.F. King for clarifying.

Only proxies that are submitted in the name of a registered holder (whether submitted by that holder or their designated agent) will be accepted for voting at the Annual Meeting. Please ensure that your custodian submits your voting instructions on your behalf together with the proxy. In order to assist you in ensuring that your vote is represented at the Annual Meeting, we would ask that you send a copy of the voting instructions given to your custodian (or their agent) to D.F.King at the fax numbers listed below.

For investors which are involved in share lending programs, please also note that the dividend entitlement day for shares registered in our share register is 6 May 2011, the day of the Annual Meeting. If you are voting at the Annual Meeting and you want your entire position to be voted, please have your custodian arrange lending activities after the registration date of 29 April 2011.

In order to offer service and to improve the quality of communication with our investors, we have retained D.F. King & Co., Ltd. to assist in this process. All relevant documents supplied by D.F. King & Co., Ltd. should be considered original and authentic.

Should you have any questions on voting at the Annual Meeting or require additional information, please contact:

D.F. King U.K. Office

Andrea Bischoff

Tel.: +49 207 920 9724

mail to: abischoff@dfking.com

Alternatively, you may wish to contact:

BASF SE Investor Relations

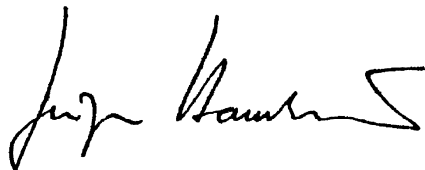
Evelyn Pox

Tel.: + 49 621 60 48230

mail to: ir@basf.com

Thank you in advance for your cooperation and vote.

Yours sincerely,



Jürgen Hambrecht
Chairman, Board of Executive Directors
BASF SE

SEDOL: 5086577

ISIN: DE000BASF111

WKN: BASF11