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Annual Shareholders' Meeting of BASF SE on June 18, 2020 as a virtual Annual Shareholders' Meeting with video and audio broadcast for shareholders

Information on shareholder rights

(pursuant to Art. 56 sentences 2 and 3 SE Regulation, Section 50 (2) SE Implementation Act, Sections 122(2), 126(1), 127 and 131(1) of the German Stock Corporation Act in combination with Art. 2 Section 1 para. 2 sentence 1 no. 3 and Art. 2 Section 1 para. 3 of the COVID-19 Act)

1. Requests to amend the agenda pursuant to Art. 56 sentences 2 and 3 SE Regulation, Section 50 (2) SE Implementation Act, Section 122(2) of the German Stock Corporation Act in combination with Art. 2 Section 1 para. 3 of the COVID-19 Act

Shareholders whose holdings together reach the twentieth part of the share capital or the pro rata sum of €500,000 (this is equivalent to 390,625 no-par shares) can request that Items be placed on the Agenda and announced. Each new item must be submitted in writing and be accompanied by a reason or draft resolution, to be received by the company at least two weeks prior to the Shareholders' Meeting, i.e. no later than midnight (CEST) on June 3, 2020.

Supplements to the Agenda to be announced will – provided that they have not already been announced with the notice of meeting – be published in Germany's Federal Gazette (*Bundesanzeiger*) promptly after the request has been received and submitted to those media for publication which may be presumed to distribute the information throughout the European Union. In addition, such requests are disclosed and announced on the Internet under basf.com/generalmeeting.

Please send your request to the following address:

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67056 Ludwigshafen
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Telefax: +49 621 60-6643693
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The provisions of the SE Regulation, the SE Implementation Act, the German Stock Corporation Act and the COVID-19 Act underlying these shareholder rights are as follows:

Art. 56 SE Regulation Request for Amendments of the Agenda

One or more shareholders who together hold at least 10 % of an SE's subscribed capital may request that one or more additional items be put on the agenda of any general meeting. The procedures and time limits applicable to such requests shall be laid down by the national law of the Member State in which the SE's registered office is situated or, failing that, by the SE's statutes. The above proportion may be reduced by the statutes or by the law of the Member State in which the SE's registered office is situated under the same conditions as are applicable to public limited liability companies.

Section 50 SE Implementation Act

Convocation and Amendment of the Agenda at the Request of a Minority (excerpt)

- (2) The amendment of the agenda of a General Meeting by one or more items may be requested by one or more shareholders whose shares amount in aggregate to not less than 5% of the share capital or represent an amount of the share capital corresponding to 500,000 euros.

Section 122 Stock Corporation Act

Calling a Shareholders' Meeting upon the Request of Minority Shareholders (excerpts)

- (1) A shareholders' meeting shall be called if shareholders whose aggregate holdings amount to at least one-twentieth of the share capital demand such meeting in writing, stating the purpose and the reasons for such meeting; such demand shall be addressed to the management board. The articles of association may provide that the right to demand a shareholders' meeting shall require a different form and the holding of a smaller proportion of share capital. The submitters must prove that they have been holding the shares since at least 90 days before receipt of the demand and that they are holding the shares until decision by the management board on such demand. Section 121(7) shall apply *mutatis mutandis*.
- (2) Likewise, shareholders whose aggregate holdings amount to at least one-twentieth of the share capital or 500,000 euros may demand that certain items be included on the published agenda for decision by the shareholders' meeting. Each new item must be accompanied by an explanation or a draft resolution. The stock corporation shall receive the demand mentioned in sentence 1 no later than 24 days, in the case of stock corporations whose shares are listed on a stock exchange, no later than 30 days prior to the meeting; the day of receipt shall not be included in this calculation.

Art. 2 Section 1 COVID-19 Act

Stock corporations; public partly limited partnerships; European companies (SEs); mutual insurance companies (excerpt)

- (3) By way of derogation from section 123 (1) sentence 1 and (2) sentence 5 of the Stock Corporation Act, the management board may decide to convene the general meeting no later than the 21st day prior to the day of the general meeting. By way of derogation from section 123 (4) sentence 2 of the Stock Corporation Act, proof of shares held in companies listed on the stock exchange must refer to the start of the 12th day prior to the general meeting and must, in the case of bearer shares of the company, be sent to the address stated in the invitation convening the general meeting to arrive there no later than four days prior to the general meeting, unless the management board makes provision in its invitation convening the general meeting for a shorter period within which the company must be in receipt of that proof; deviating determinations made in the by-laws are irrelevant. Where an invitation convening a general meeting stipulates a shorter period than that set out in sentence 1, the notification referred to in section 125 (1) sentence 1 of the Stock Corporation Act must be made no later than 12 days prior to the general meeting and the notification referred to in section 125 (2) of the Stock Corporation Act must be made to the entity entered in the share register before the start of the 12th day prior to the general meeting. By way of derogation from section 122 (2) of the Stock Corporation Act, the company must, in the aforementioned case, be in receipt of any demands for amendments no later than 14 days prior to the general meeting.

2. Counter-motions and election nominations pursuant to Sections 126(1) and 127 of the German Stock Corporation Act

The statutory concept of the COVID-19 Act precludes the rights of shareholders to propose motions or submit electoral proposals in relation to Agenda Items or to the rules of procedure. Nevertheless, shareholders have the possibility, with application of Sections 126 and 127 of the German Stock Corporation Act, to submit countermotions and electoral proposals in advance of the Annual Shareholders' Meeting in accordance with the following provisions. Counter-motions, election nominations and other inquiries by shareholders concerning the Annual Shareholders' Meeting must be sent exclusively to the address below:

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67056 Ludwigshafen
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Telefax: +49 621 60-6643693
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Counter-motions and election nominations by shareholders to be made available, including the shareholders' names and any statements of grounds to be made available, will be posted on the Internet under basf.com/generalmeeting upon their receipt. All counter-motions and election nominations relating to items on the present Agenda that are received at the above-mentioned address by midnight (CEST) on June 3, 2020 will be considered. Statements of the company's management, if any, relating to the counter-motions and election nominations will also be available at the above website.

The provisions of the German Stock Corporation Act underlying these shareholder rights, which also specify under which conditions counter-motions and election nominations need not be made available, read as follows:

Section 126 Stock Corporation Act Motions by Shareholders

- (1) Motions by shareholders together with the name of the shareholder filing a motion, the reasons given therefor, and any opinion expressed by the management thereon, shall be made available to any person entitled to such information pursuant to Section 125(1) to (3) on the conditions set forth therein if, no later than 14 days prior to the date of the shareholders' meeting, the shareholder submits to the stock corporation, to the address specified for this purpose in the notice calling the shareholders' meeting, a counter-motion in which it opposes a proposal of the management board and supervisory board regarding a certain item on the agenda stating the grounds therefor. The day of receipt shall not be included in this calculation. In the case of companies whose shares are listed on a stock exchange, the information shall be made available on the stock corporation's website. Section 125(3) shall apply *mutatis mutandis*.
- (2) Information about a counter-motion and the grounds therefor need not be made available if:
 1. the management board would become liable to prosecution by making such information available;
 2. the counter-motion would result in a resolution of the shareholders' meeting that would be contrary to the law or the articles of association;
 3. the grounds contain statements which are obviously false or misleading in material respects or defamatory;
 4. information about a counter-motion of such shareholder based on the same facts has already been made available to a shareholders' meeting of the stock corporation pursuant to Section 125;

5. information about the same counter-motion of such shareholder on essentially identical grounds has already been made available pursuant to Section 125 to at least two shareholders' meetings of the stock corporation within the last five years and less than one-twentieth of the share capital represented voted in favor of such counter-motion at such meetings;
6. the shareholder indicates that it will neither attend nor be represented at the shareholders' meeting; or
7. within the last two years at two shareholders' meetings, the shareholder has failed to propose a counter-motion it communicated or failed to have such counter-motion proposed on its behalf.

The statement of the grounds need not be made available if it exceeds 5,000 characters.

- (3) If several shareholders propose counter-motions for resolution with respect to the same subject matter, the management board may combine such counter-motions and the respective statements of grounds.

Section 127 Stock Corporation Act Nominations by Shareholders (excerpt)

Section 126 shall apply analogously to a nomination by a shareholder for the election of a member of the supervisory board or auditors. Such nomination need not be supported by a statement of grounds. Moreover, the management board does not need make information available about such nomination if it fails to contain the particulars required by Section 124(3), sentence 4, and Section 125(1) sentence 5.

3. Shareholders' Rights to information pursuant to Art. 2 Section 1 para. 2 sentence 1 no. 3 of the COVID-19 Act in combination with Section 131(1) of the German Stock Corporation Act

The shareholders registered for the Annual Shareholders' Meeting are granted an opportunity to ask questions via electronic means of communications in accordance with Article 2 Section 1(2) sentence 1 No. 3 and sentence 2 of the COVID-19 Act. The Board of Executive Directors, with the agreement of the Supervisory Board, has established that questions may be submitted until two days prior to the meeting, i.e., until midnight (CEST) on June 15, 2020, via electronic means of communication. According to Article 2 Section 1(2) sentence 2 of the COVID-19 Act, the Board of Executive Directors can decide at its due and free discretion which questions it answers and how. The Board of Executive Directors therefore reserves the right, in particular, to answer submitted questions individually or an amalgamation of several questions at once as well as to select meaningful questions in the interests of all shareholders. Furthermore, the Board of Executive Directors can give preference to associations of shareholders and institutional investors representing a significant share of voting rights. Questions in languages other than German will not be considered.

Questions must relate to company matters, the company's legal and business relations with associated companies or the situation of the Group and the companies included in the Consolidated Financial Statements, provided that this information is required for the factual assessment of an Item of the Agenda.

When answering questions, the Board of Executive Directors reserves the right to disclose the name of the questioner, provided the questioner did not explicitly object to being identified by name. More information about data protection can be found at www.basf.com/generalmeeting.

Shareholders registered for the Annual Shareholders' Meeting can submit their questions to the company electronically via the online service at www.basf.com/agm-service using the online form provided there. The online form to submit a question will be activated between June 1, 2020, at 9:00 a.m. and June 15, 2020 at midnight (CEST). Due to technical reasons, the length of a question

may possibly be limited to a certain number of characters; however, the number of questions a shareholder –or its proxy –can submit will not be affected thereby.

The provisions of the COVID-19 Act underlying the shareholders' rights to ask questions read as follows:

Art. 2 Section 1 COVID-19 Act

Stock corporations; public partly limited partnerships; European companies (SEs); mutual insurance companies (excerpt)

- (2) The management board may decide that the general meeting is to be held in the form of a virtual general meeting without the need for shareholders or their authorised representatives to be physically present, provided that

(...)

3. shareholders are given the opportunity to ask questions by means of electronic communication.

The provisions of the German Stock Corporation Act underlying the shareholders' rights to information, which also specify under which conditions the information need not be provided, read as follows:

**Section 131 Stock Corporation Act
Shareholders' Right to Information**

- (1) Upon request, each shareholder shall be provided with information at the shareholders' meeting by the management board on the stock corporation's affairs to the extent that such information is necessary for a proper evaluation of an item on the agenda. The duty to provide information shall also extend to the stock corporation's legal and business relationships with any affiliated company. If a stock corporation makes use of the simplified accounting procedure pursuant to Section 266(1), sentence 3, Section 276 or Section 288 of the German Commercial Code, at the shareholders' meeting on the annual financial statements, each shareholder may request that it be presented with the annual financial statements in the form in which the accounts would have been if such simplified procedure had not been applied. The duty of the management board of a parent company (Section 290(1) and (2) of the German Commercial Code) to provide information in the shareholders' meeting on the consolidated financial statements and the group management report includes providing information on the current situation of the group as well as the current situation of each company included in the consolidated financial statements.
- (2) The information provided shall comply with the principles of conscientious and accurate accounting. The articles of association or the rules of procedure pursuant to Section 129 may authorize the chairperson of the meeting to limit the question and speaking time of shareholders as appropriate and to lay down general rules thereon.
- (3) The management board may refuse to provide information:
1. if, according to sound business judgment, such information is likely to cause considerable damage to the stock corporation or an affiliated company;
 2. if such information relates to tax valuations or the amount of individual taxes;
 3. on the difference between the value at which items are shown in the annual balance sheet and a higher value of such items, unless the shareholders' meeting is to approve the annual financial statements;
 4. on the methods of accounting and valuation, if disclosure of such methods in the notes suffices to provide a clear picture of the actual condition of the stock corporation's assets, financial condition and profitability within the meaning of

Section 264(2) of the German Commercial Code; the foregoing shall not apply if the shareholders' meeting is to approve the annual financial statements;

5. if the management board would thereby become liable to prosecution;
6. if, in the case of credit institutions or financial services institutions, information need not be given on the applied methods of accounting and valuation or on setoffs made in the annual financial statements, the management report, consolidated financial statements or the group management report;
7. if the information is continuously available on the stock corporation's website for seven or more days prior to the shareholders' meeting as well as in the meeting.

The provision of information may not be refused for any other reasons.

- (4) If information was given to a shareholder outside a shareholders' meeting because of its status as a shareholder, upon request, such information shall also be given to any other shareholder at the shareholders' meeting even if such information is not necessary for a proper evaluation of an item on the agenda. The management board may not refuse to provide such information on the grounds of paragraph (3) sentence 1 numbers 1 to 4. Sentences 1 and 2 shall not apply if a subsidiary (Section 290(1) and (2) of the German Commercial Code), a company with common management (Section 310(1) of the German Commercial Code) or an associated company (Section 311(1) of the German Commercial Code) provides information to a parent company (Section 290(1) and (2) of the German Commercial Code) for the purpose of including the stock corporation in the consolidated financial statements of the parent company and if such information is necessary for such purpose.
- (5) A shareholder who has been denied information may demand that its request for information and the reason for refusing to provide the information be recorded in the minutes of the meeting.