

Major holdings notification pursuant to Sec. 130 to 134 BörseG 2018

5 August 2020

Overview

Notification made after deadline

Caution: In case of violations of major holdings notification rules, please pay attention to Section 137 BörseG 2018 (Suspension of voting rights)

1. Issuer: AGRANA Beteiligungs-Aktiengesellschaft				
2. Reason for the notification: Other				
3. Person subject to notification obligation Acting in concert agreement (Sec. 133 No. 1 BörseG 2018)				
First name	Name/Surname	City	Country	
	RAIFFEISEN-HOLDING NIEDERÖSTERREICH- WIEN registrierte Genossenschaft mit beschränkter Haftung	Vienna	Austria	
	"LAREDO" Beteiligungs GmbH	Vienna	Austria	
	"ALMARA" Holding GmbH	Vienna	Austria	
	LEIPNIK- LUNDENBURGER INVEST Beteiligungs Aktiengesellschaft	Vienna	Austria	
	Marchfelder Zuckerfabriken Gesellschaft m.b.H.	Vienna	Austria	
	Estezet Beteiligungsgesellschaft m.b.H.	Vienna	Austria	
	Zucker- Beteiligungsgesellschaft m.b.H.	Vienna	Austria	
	Süddeutsche Zuckerrübenverwertungs- Genossenschaft eG	Ochsenfurt	Germany	
	Südzucker AG	Mannheim	Germany	
	AGRANA Zucker, Stärke und Frucht Holding AG	Vienna	Austria	
4. Name of shareholder(s): see points 8. and 10.				
5. Date on which the threshold was crossed or reached: 4.8.2020				
6. Total positions				
	% of voting rights attached to shares (7.A)	% of voting rights through financial/other instruments (7.B.1 + 7.B.2)	Total of both in % (7.A + 7.B)	<u>Total number of voting rights of issuer</u>

Resulting situation on the date on which threshold was crossed / reached	78.34 %	1.28 %	79.62 %	62 488 976
Position of previous notification (if applicable)	78.86 %	1.29 %	80.15 %	

Details

7. Notified details of the resulting situation:

A: Voting rights attached to shares				
ISIN Code	Number of voting rights		% of voting rights	
	Direct (Sec 130 BörseG 2018)	Indirect (Sec 133 BörseG 2018)	Direct (Sec 130 BörseG 2018)	Indirect (Sec 133 BörseG 2018)
AT000AGRANA3		48 955 088		78.34 %
SUBTOTAL A	48 955 088		78.34 %	

B 1: Financial / Other Instruments pursuant to Sec. 131 para. 1 No. 1 BörseG 2018				
Type of instrument	Expiration Date	Exercise Period	Number of voting rights that may be acquired if the instrument is exercised	% of voting rights
Call-Option	n.a.	from 23.08.2017	800 000	1.28 %
		SUBTOTAL B.1	800 000	1.28 %

B 2: Financial / Other Instruments pursuant to Sec. 131 para. 1 No. 2 BörseG 2018					
Type of instrument	Expiration Date	Exercise Period	Physical / Cash Settlement	Number of voting rights	% of voting rights
			SUBTOTAL B.2		

8. Information in relation to the person subject to the notification obligation:

Person subject to the notification obligation is not controlled by any natural person or legal entity and does not control any other undertaking(s) holding directly or indirectly an interest in the (underlying) issuer.

Full chain of controlled undertakings through which the voting rights and/or the financial/other instruments are effectively held starting with the ultimate controlling natural person or legal entity:

No.	Name	<u>Directly</u> controlled by No.	<u>Shares</u> held <u>directly</u> (%)	<u>Financial/other</u> <u>instruments</u> held <u>directly</u> (%)	<u>Total</u> of both (%)
1	RAIFFEISEN-HOLDING NIEDERÖSTERREICH- WIEN registrierte Genossenschaft mit beschränkter Haftung		0.24 %		0.24 %
2	"LAREDO" Beteiligungs GmbH	1			
3	LEIPNIK- LUNDENBURGER INVEST Beteiligungs Aktiengesellschaft	2			
4	Marchfelder Zuckerfabriken Gesellschaft m.b.H.	3			
5	"ALMARA" Holding GmbH	1			
6	Estezet Beteiligungsgesellschaft m.b.H.	5			
7	Zucker- Beteiligungsgesellschaft m.b.H.				
8	Süddeutsche Zuckerrübenverwertungs- Genossenschaft eG				
9	Südzucker AG	8	2.74 %		2.74 %
10	AGRANA Zucker, Stärke und Frucht Holding AG	9	78.34 %	1.28 %	79.62 %

9. In case of proxy voting

Date of general meeting: -

Voting rights after general meeting: - is equivalent to - voting rights.

10. Further comments:

1. The notification of voting rights is due to the merger of Z&S Zucker und Stärke Holding AG (Z&S) as transferring company with AGRANA Zucker, Stärke und Frucht Holding AG (ABH). Z&S directly held 48,955,088 shares, corresponding to a relevant interest in voting rights of 78.34% (section 130 para 1 Austrian Stock Exchange Act 2018), and a call option to purchase 800,000 AGRANA shares from Südzucker (7.B.1.), corresponding to a relevant interest in voting rights of 1.28% (section 131 para 1 item 1 Austrian Stock Exchange Act 2018) (prior to the effective date of the share split in a ratio of 1:4, the call option comprised 200,000 AGRANA shares), together representing 79.62% of the relevant voting rights. This percentage of voting rights was already previously attributable to ABH pursuant to section 133 item 4 Austrian Stock Exchange Act 2018.

2. Z&S expired with effect from 4 August 2020 (entry in the commercial register). Z&S has therefore fallen below the reporting thresholds of 75, 50, 45, 40, 35, 30, 25, 20, 15, 10, 5 and 4%. In the course of the merger, the shares and also the call option to purchase 800,000 AGRANA shares from Südzucker (7.B.1.) were transferred to ABH. ABH now directly holds the voting rights from the shares and the call option that were previously attributed to it.

3. Südzucker continues to hold 1,713,716 shares, corresponding to a relevant interest in voting rights of 2.74% from directly held shares (section 130 para 1 Austrian Stock Exchange Act 2018), whereby these shares are not attributable under the shareholder's agreement (point 10.5). This also includes the 800,000 shares (1.28%) for the acquisition of which Südzucker has granted Z&S (now ABH as a result of universal succession) a call option (10.1. and 10.2.).

4. The voting rights of Südzucker and ABH are attributable to Südzucker through the shareholding in ABH and as a party to the shareholder's agreement (see point 10.5.) (section 133 items 4, 7 Austrian Stock Exchange Act 2018) and to Süddeutsche Zuckerrübenverwertungs-Genossenschaft eG through its shareholding in Südzucker (section 133 item 4 Austrian Stock Exchange Act 2018). The total relevant interest in voting rights corresponds to 82.36% (sections 130, 131 Austrian Stock Exchange Act 2018). The call option (points 10.1 and 10.2.) relates to AGRANA shares directly held by Südzucker. The shares subject to the call option are therefore double-counted in the total relevant interest in voting rights of 82.36%. The adjusted total interest in voting rights is 81.08%.

5. There is a shareholder's agreement between Südzucker and Zucker-Beteiligungsgesellschaft m.b.H. (ZBG). RAIFFEISEN-HOLDING NIEDERÖSTERREICH-WIEN registrierte Genossenschaft mit beschränkter Haftung (RHO) and the companies directly and indirectly controlled by RHO, "ALMARA" Holding GmbH (ALMARA), Estezet Beteiligungsgesellschaft m. b.H. (Estezet), Marchfelder Zuckerfabriken Gesellschaft m.b.H. (MZ) and LEIPNIK-LUNDENBURGER INVEST Beteiligungs Aktiengesellschaft (LLI), have joined the shareholder's agreement as direct and indirect shareholders of ZBG. RHO indirectly controls ZBG through LLI, which controls MZ, and ALMARA, which controls Estezet. RHO is the sole shareholder of "LAREDO" Beteiligungs GmbH, which directly controls LLI, and the sole shareholder of ALMARA, which directly controls Estezet. The total relevant interest in voting rights of RHO corresponds to 79.87% (attribution and direct share, see 8. above); the voting rights of ABH (points 10.1 and 10.2.) are attributed in each case (section 133 items 1, 4, 7 Austrian Stock Exchange Act 2018) and the attributed interest in voting rights pursuant to section 131 Austrian Stock Exchange Act 2018 amounts to 1.28%. The total attributable interest in voting rights (sections 130, 131 Austrian Stock Exchange Act 2018) in each case corresponds to 79.87%.