



AGRANA Beteiligungs-Aktiengesellschaft
Vienna, FN 99489 h
ISIN AT0000603709

Resolutions proposed by the Management Board and the Supervisory Board for the 27th Annual General Meeting on July 4th, 2014

1. Presentation of the financial statements, the management report, the corporate governance report, the consolidated financial statements, the group management report, and the supervisory report for the 2013/14 financial year.

A resolution on this agenda item is not required.

2. Resolution on the appropriation of profits.

The Management Board and the Supervisory Board propose to distribute a dividend of EUR 3.60 per share (entitled to dividends) from the disclosed profit of EUR 58,588,379.03 in the annual financial statements of 2013/14 and carry forward the remaining amount to retained earnings.

3. Resolution on the formal approval of the actions of the members of the Management Board for the 2013/14 financial year.

The Management Board and the Supervisory Board move to formally approve the actions of the members of the Management Board in office during the financial year 2013/14 for that period.

4. Resolution on the formal approval of the actions of the members of the Supervisory Board for the 2013/14 financial year.

The Management Board and the Supervisory Board move to formally approve the actions of the members of the Supervisory Board in office during the financial year 2013/14 for that period.

5. Resolution on the remuneration received by the members of the Supervisory Board for the 2013/14 financial year.

The Management Board and the Supervisory Board proposes to set the remuneration of the Supervisory Board for the financial year 2013/14 to a total of €250,000.00, leaving the distribution to the Supervisory Board.

6. Appointment of a member of the Supervisory Board.

Mr. Christian Konrad shall resign as a member of the Supervisory Board of the Company and release himself of all functions as Chairman with effect at the end of the 27th Annual General Meeting of the Company.

The Supervisory Board currently consists of eight members elected by the Annual General Meeting and shall further consist of eight members elected by the Annual General Meeting. Following the resignation of President Christian Konrad, a new member of the Supervisory Board is to be selected in order for the Supervisory Board to be fully represented.

The Supervisory Board proposes herewith the candidacy of Mr. Klaus Buchleitner, MBA, to replace for the remaining term, the departing board member, Dr. Christian Konrad, for the period until the conclusion of the Annual General Meeting, where discharge will be decided, for the financial year 2016/17. This election proposal of the Supervisory Board was made pursuant to the requirement of § 87 Paragraph 2 of the Austrian Stock Corporation Act and the Corporate Governance Code. Mr. Klaus Buchleitner was provided an explanation pursuant to § 87 Paragraph 2 of the Austrian Stock Corporation Act, which will be made available on the Company's website.

7. Appointment of the Auditors and the Group Auditors for the 2014/15 financial year.

The Supervisory Board proposes to appoint KPMG Austria AG Wirtschaftsprüfungs- und Steuerberatungsgesellschaft, Vienna, as Auditors and Group Auditors for 2014/15 financial year. This proposal of the Supervisory Board is based on a proposal by the Audit Committee.