# We do more.

Notice of annual shareholders' meeting on 16 June 2010



## Notice of annual shareholders' meeting

KRONES Aktiengesellschaft, Neutraubling German securities identification code (WKN): 633 500 ISIN: DE0006335003

Our shareholders are hereby cordially invited to attend the 30<sup>th</sup> annual shareholders' meeting, to be held on Wednesday, 16 June 2010 at 2:00pm, in the Stadthalle Neutraubling, Regensburger Strasse 9, 93073 Neutraubling, Germany. (Doors open at 1:00 pm).

## **Agenda**

1. Presentation of the ratified annual financial statements and the approved consolidated financial statements together with the management reports for KRONES Aktiengesellschaft (hereinafter »KRONES AG«) and the KRONES Group for fiscal year 2009, the report of the Supervisory Board on fiscal 2009, and the Executive Board's explanatory report on the disclosures pursuant to §§ 289 (4) and 315 (4) of the German Commercial Code (HGB).

The aforesaid documents are available for inspection at the business premises of KRONES AG (Böhmerwaldstrasse 5, 93073 Neutraubling, Germany) and online at www.krones.com (Investor relations – Annual shareholders' meeting) and will also be available to shareholders for inspection during the annual shareholders' meeting. Copies of the documents will also be mailed to shareholders on request.

In accordance with the applicable provisions of the law, no resolution on this agenda item is proposed or possible because the Supervisory Board has already approved the annual and consolidated financial statements and the annual financial statements are thereby ratified. For the remaining documents listed under this agenda item, the law simply requires that shareholders be given an opportunity to inspect the documents for their information and does not provide for a resolution by the annual shareholders' meeting.

2. Resolution to ratify the acts of the members of the Executive Board in fiscal 2009

The Executive Board and the Supervisory Board propose that the acts of the members of the Executive Board in fiscal year 2009 be ratified.

3. Resolution to ratify the acts of the members of the Supervisory Board in fiscal 2009

The Executive Board and the Supervisory Board propose that the acts of the members of the Supervisory Board in fiscal year 2009 be ratified.

# 4. Resolution to approve the compensation system for Executive Board members

The German Act on the Appropriateness of Executive Board Remuneration (VorstAG) of 31 July 2009 has made it possible for the annual shareholders' meeting to resolve on the approval of the system for Executive Board member compensation. This possibility should be made use of. The resolution does not establish rights or responsibilities. In particular, it does not affect the duties of the Supervisory Board pursuant to § 87 of the German Stock Corporation Act (AktG).

The resolution under this agenda item relates to the compensation system currently in place at Krones Ag, which was the basis for determining Executive Board compensation in 2009. The system for Executive Board compensation is described on page 87 of the Krones Group annual report 2009, which can be viewed on the business premises of Krones Ag (Böhmerwaldstrasse 5, 93073 Neutraubling, Germany) and online at www.krones.com (Investor Relations) and will also be available for shareholders' inspection during the annual shareholders' meeting. The annual report will also be mailed to shareholders on request.

The Executive Board and the Supervisory Board propose that the system of compensation for members of the Executive Board be approved.

## 5. Resolution on disclosures of Executive Board compensation

The annual shareholders' meeting of the company on 21 June 2006 resolved that the disclosures required under § 285 Sentence 1 No. 9 Letter a Sentences 5 to 9 and § 314 (1) No. 6 Letter a Sentences 5 to 9 of the German Commercial Code (HGB), in the version in force at that time, (separate disclosure of the total compensation received by the individual members of the Executive Board) would not be made before the end of the day 20 June 2011.

The German Act on the Appropriateness of Executive Board Remuneration (VorstAG) of 31 July 2009 changes some of the rules relating to the separate disclosure of the total compensation received by the individual members of the Executive Board – which are now governed by § 285 No. 9 Letter a Sentences 5 to 8 and § 314 (1) No. 6 Letter a Sentences 5 to 8 of the German Commercial Code.

The new rules apply for the first time to annual and consolidated financial statements for the fiscal year beginning after 31 December 2009.

Pursuant to § 286 (5) and § 314 (2) Sentence 2 in conjunction with § 286 (5) of the German Commercial Code, the annual shareholders' meeting can resolve that the required disclosures not be made. The resolution of the shareholders' meeting requires a majority of at least three-quarters of the share capital represented in the vote whereas § 136 (1) of the German Stock Corporation Act (AktG) applies to shareholders whose compensation as Executive Board members is affected by the resolution. The resolution can be made for a maximum period of five years.

The Executive Board and the Supervisory Board propose the following resolution:

In the preparation of the annual financial statements and the consolidated financial statements of the company, the disclosures required under § 285 No. 9 Letter a Sentence 5 to 8 and § 314 (1) No. 6 Letter a Sentence 5 to 8 of the German Commercial Code (HGB) as amended by the Act on the Appropriateness of Executive Board Remuneration of 31 July 2009 (VorstAG) shall not be made in the notes to the financial statements or in other places that may be prescribed by the law. This resolution shall apply for the first time to the annual and consolidated financial statements for fiscal year 2010 and for the four subsequent fiscal years, i.e. up to and including the annual and consolidated financial statements for fiscal year 2014.

#### 6. Resolution on the authorisation to purchase and use treasury shares

The authorisation to purchase treasury shares resolved by the annual share-holders' meeting on 17 June 2009 (agenda item 6) expires at the end of the day 16 December 2010, before the next annual shareholders' meeting. In order that the company can also act in this respect after the end of the day 16 December 2010, it is proposed that a new authorisation to purchase and use treasury shares be issued to the company.

It is further proposed that use be made of the possibility provided under the Act on Implementation of the Shareholders' Rights Directive (ARUG) of 30 July 2009,

to issue the authorisation not only for up to 18 months but rather for up to five years. If the authorisation is valid for five years, it will not need to be renewed by every annual shareholders' meeting in the future. Moreover, an authorisation that is valid for a longer period offers the company greater planning security.

The Executive Board and the Supervisory Board propose the following resolution:

- a) The company is authorised pursuant to § 71 (1) No. 8 of the German Stock Corporation Act (AktG) to buy treasury shares totalling up to 10% of the current share capital in compliance with the provisions of the law and of this resolution.
- b) The authorisation can be exercised by the company, by its consolidated companies, or by a third party acting on its or their behalf, either in whole or in part, once or multiple times, in pursuit of one or multiple purposes. The authorisation shall become effective upon resolution by the annual shareholders' meeting and apply until the end of the day 15 June 2015. The authorisation resolved by the annual shareholders' meeting of the company of 17 June 2009 (agenda item 6) shall expire when this new authorisation takes effect.
  - The treasury shares purchased under this authorisation, together with other treasury shares that the company has already acquired or still holds or shares that the company is deemed to hold pursuant to §§ 71 a et seq. of the German Stock Corporation Act, shall at no time exceed 10% of the company's share capital. The authorisation shall not be used for the purpose of trading in the company's shares.
- c) The acquisition may be carried out, at the discretion of the Executive Board,
  (1) through a stock exchange, (2) through a public tender offer, or (3) through a public call for tenders.
  - (1) If the shares are purchased directly through a stock exchange, the consideration paid per share (excluding incidental costs) shall not exceed by more than 10% and not fall short of by more than 10% the opening price in the XETRA trading system (or any comparable successor system) on the Frankfurt Stock Exchange on the trading day.

- (2) If the shares are purchased through a public tender offer or a public call for tenders, the tender price per share or the high and low ends of the price range per share (excluding incidental costs) shall not exceed by more than 20% and not fall short of by more than 20% the opening price in the XETRA trading system (or any comparable successor system) on the Frankfurt Stock Exchange on the third trading day prior to the public announcement of the public tender offer or public call for tenders (the »relevant price«). If significant deviations from the relevant price occur after the publication of an announcement of a public tender offer or a public call for tenders, the offer or invitation to tender can be adjusted. In such a case, the basis of any adjustment shall be the corresponding price on the last trading day prior to the public announcement of any adjustment. The tender offer or call for tenders can stipulate additional conditions. If the tender offer is oversubscribed - or, in the case of a call for tenders, if there are several tenders of equal value and the total amount exceeds the total amount accepted – acceptance must be granted on a pro-rated basis. Provision may be made for preferential acceptance of small lots of up to 100 tendered shares per shareholder.
  - d) The Executive Board is authorised to use shares of the company that are purchased under this authorisation for any lawful purpose, including any of the following:
    - (1) The shares can be sold in return for contributions in kind, particularly as part of business combinations or the acquisition of companies, parts of companies, or interests in companies.
    - (2) The shares can be sold by means other than a stock exchange if they are sold at a price not substantially below the stock exchange price of the company's shares at the time of the sale.
    - (3) The shares can be cancelled without the cancellation or its execution requiring a further resolution by the annual shareholders' meeting.
  - e) The authorisations under d) above can be exercised once or multiple times, individually or jointly, in whole or in part.
  - f) The shareholders' subscription rights on these treasury shares shall be excluded insofar as these shares are used as described under d) (1) and/or (2) above in accordance with the above authorisation.
  - g) The authorisations under d) above and the provisions under e) and f) above shall also apply to treasury shares already purchased by the company under authorisations resolved by previous shareholders' meetings.

# Report by the Executive Board on the exclusion of subscription rights under agenda item 6

As at previous annual shareholders' meetings, KRONES AG is again seeking authorisation under § 71 (1) No. 8 of the German Stock Corporation Act (AktG) to buy back shares for lawful purposes and to resell or cancel them.

Besides purchasing the shares over the stock market, the company should also be given the opportunity to buy its own shares through a public tender offer to the company's shareholders or through a public call for tenders. In the case of a public call for tenders, the addressees of the call can decide how many shares and, if a price range is included in the public call for tenders, at which price within this price range they would like to offer shares to the company. If a public tender offer is oversubscribed – or, in the case of a call for tenders, if there are several tenders of equal value and the total amount exceeds the total amount that can be accepted – acceptance must be granted on a pro-rated basis. However, it should be possible to give priority consideration to small offers or small parts of offers of up to 100 shares per shareholder. This option makes it possible to avoid having fractional amounts when quotas are set or small remainders of shares and therefore facilitates the technical aspects of the purchase.

Regarding the use of the acquired treasury shares, it should be possible to exclude the subscription rights of shareholders in all of the following cases:

The proposed resolution contains an authorisation for the Executive Board to sell treasury shares in return for contributions in kind at the exclusion of share-holder subscription rights. That enables the company to offer its own shares as consideration, particularly in connection with business combinations or the acquisition of companies, parts of companies, or interests in companies. In such transactions, consideration in the form of shares is often preferred. The proposed authorisation is designed to give the company the leeway it needs to exploit opportunities to acquire companies, parts of companies, or interests in companies quickly and flexibly both within Germany and internationally. The proposed exclusion of shareholders' subscription rights takes account of this objective. When determining the valuation ratios, the Executive Board will ensure that the interests of the shareholders are adequately safeguarded. In

measuring the value of the shares offered as consideration, the Executive Board will take into account the market price of the company's stock. However, no schematic link to a market price is provided for in this context, in particular so that fluctuations in the market price do not jeopardise the results reached at negotiations. There are currently no concrete plans to make use of this authorisation.

Furthermore, the proposed authorisation allows the Executive Board to sell the acquired treasury shares by means other than through a stock exchange in accordance with § 186 (3) Sentence 4 of the German Stock Corporation Act (AktG) provided that the price is not significantly lower than the market price of the company's shares at the time of sale. This requirement serves to protect shareholders from dilution. The final selling price of the treasury shares will be set just before the shares are sold. The Executive Board will keep any markdown on the quoted stock market price as low as possible, taking into account current market conditions. This authorisation enables the Executive Board to flexibly adjust the company's equity to the current business situation, react quickly to favourable stock market situations, and in particular, to issue shares to cooperation partners in a targeted manner while at the same time safeguarding shareholders' interests.

Finally, the Executive Board should be able to cancel the acquired treasury shares without requiring a new resolution by the annual shareholders' meeting.

The options listed above and the exclusion of shareholders' subscription rights should also apply to treasury shares already purchased by the company under authorisations resolved by previous shareholders' meetings and still held by the company.

The Executive Board will inform the annual shareholders' meeting of any transactions carried out under this authorisation.

# 7. Amendment to the articles of association relating to the right of participation in the annual shareholders' meeting

The Act on Implementation of the Shareholders' Rights Directive (ARUG) of 30 July 2009 has changed § 123 of the German Stock Corporation Act (AktG) (notice

period for convening the shareholders' meeting, registration for the shareholders' meeting, proof of the right to participate in the meeting and of the right to vote). The Act on Implementation of the Shareholders' Rights Directive also amends the form for authorising proxies to exercise voting rights. It is proposed that the affected provisions within the articles of association be adapted to the Act on Implementation of the Shareholders' Rights Directive as follows.

§ 18 (1) and (2) of the company's articles of association currently read:

»1.

Only those shareholders who register with the company in text form in German or English prior to the shareholders' meeting and provide evidence of their shareholding shall be entitled to participate in the shareholders' meeting and exercise their voting rights.

Special verification of the shareholding in text form, issued in German or English by the institution with which the account is held, shall constitute sufficient evidence of the shareholding. This evidence must refer to the start of the twenty-first day before the shareholders' meeting.

The evidence and the registration must be received at the address specified in the notice convening the shareholders' meeting at the latest on the seventh day before the company's shareholders' meeting.

The day of the shareholders' meeting shall not be included in the calculation of this deadline. If the last day of the deadline falls on a Saturday or Sunday or on a public holiday at the company's registered office, receipt of the evidence and the registration by the end of the following working day shall be sufficient; Saturday is not counted as a working day.

2.

Voting rights can be exercised by proxy, where proxy authorisation only becomes effective if it is in written form, in electronic form pursuant to § 126 a of the German Civil Code (BGB), or in the form of a printed fax.

Proxies appointed by the company may also be authorized. § 135 of the German Stock Corporation Act (AktG) shall not be affected.«

The Executive Board and the Supervisory Board propose the following resolution:

§ 18 (1) and (2) of the company's articles of association shall be revised as follows:

»1.

Only those shareholders who register with the company in text form in German or English prior to the shareholders' meeting and provide evidence of their shareholding shall be entitled to participate in the shareholders' meeting and exercise their voting rights.

Special verification of the shareholding in text form, issued in German or English by the institution with which the account is held, shall constitute sufficient evidence of the shareholding. This evidence must refer to the start of the twenty-first calendar day before the shareholders' meeting.

The evidence and the registration must be received at the address specified for this purpose in the notice convening the shareholders' meeting at least six calendar days before the shareholders' meeting. The Executive Board may specify a shorter period, measured in calendar days, in the notice convening the meeting.

The day of the shareholders' meeting and the day of receipt shall not be counted in figuring this period.

2.

Voting rights may be exercised by a proxy. Granting, revocation, and evidence of proxy authorisation must be submitted to the company in text form. The notice convening the shareholders' meeting may specify a relaxation of this requirement. § 135 of the German Stock Corporation Act (AktG) shall remain unaffected.«

§ 18 (3) of the articles of association of the company shall remain unchanged.

8. Amendment to the articles of association relating to electronic transmission of communications under §§ 125 and 128 of the German Stock Corporation Act (AktG)

Under the Act on Implementation of the Shareholders' Rights Directive (ARUG) of 30 July 2009, it is now possible to transmit communications under §§ 125 and 128 of the German Stock Corporation Act exclusively via electronic means if such provision is made in the company's articles of association. Therefore, § 3 of the company's articles of association should be amended to add that the company permits this cost-saving transmission option.

The heading of § 3 of the company's articles of association currently reads: Announcements

The Executive Board and the Supervisory Board propose the following resolution:

The heading of § 3 of the company's articles of association shall be revised as follows:

»§ 3 Announcements and Communications«

A new paragraph 2 shall be inserted into § 3 of the company's articles of association, which reads:

»2.

Communications under § 125 (2) of the German Stock Corporation Act (AktG) will be transmitted exclusively by electronic means unless a shareholder requests otherwise. The same shall apply to the transmission of communications by banks pursuant to § 128 (1) of the German Stock Corporation Act. The Executive Board of the company may send communications in paper form (hard copy) in addition to or instead of by electronic means, although this does not mean that shareholders are entitled to a paper copy.«

The previous wording of § 3 shall become paragraph 1.

#### Resolution on the appointment of the independent auditor for fiscal 2010

The Supervisory Board proposes that KPMG Bayerische Treuhandgesellschaft Aktiengesellschaft Wirtschaftsprüfungsgesellschaft Steuerberatungsgesellschaft, Regensburg branch office be appointed as the independent auditor for fiscal 2010.

## Total number of shares and voting rights

The company's share capital at the time of publication of this notice convening the annual shareholders' meeting in the electronic Federal Gazette (elektronischer Bundesanzeiger) amounted to €40,000,000.00. It is divided into 31,593,072 ordinary shares. Each share entitles its holder to one vote in the annual shareholders' meeting. The company holds 1,425,421 treasury shares. Thus, at the time of the convening of the annual shareholders' meeting, the 31,593,072 ordinary shares yield a total of 30,167,651 votes.

Requirements for participating in the annual shareholders' meeting and for exercising voting rights, the "record date" pursuant to § 123 (3) Sentence 3 of the German Stock Corporation Act (AktG) and its significance

Only those shareholders who register with the company in text form in German or English prior to the shareholders' meeting and provide evidence of their shareholding are entitled to participate in and exercise the right to make counterproposals and vote in the shareholders' meeting. Special verification of the shareholding in text form, issued in German or English by the institution with which the account is held, shall constitute sufficient evidence of the shareholding. The evidence of shareholding must refer to the start of the day 26 May 2010 (midnight 00:00 CEST) ("record date"). Evidence of shareholding and registration must be received by the company no later than the end of the day 9 June 2010 (midnight 24:00 CEST) at the following address:

KRONES Aktiengesellschaft or

c/o Commerzbank AG Fax: +49 69 136 26351

ZTB M 3.2.4 General Meetings/Proxy Voting or

60261 Frankfurt am Main, Germany E-Mail: ZTBM-HV-Eintrittskarten@Commerzbank.com

The record date is the date that determines whether shareholders are entitled to participate and exercise voting rights in the shareholders' meeting. With respect to participation in the shareholders' meeting or exercise of voting rights, only those individuals will be deemed to be shareholders of the company who have submitted evidence that they owned the share at the start of the day on the record date. Changes in share ownership after this time have no significance here. Shareholders who did not own any shares at the start of the day on the record date, but only pur-

chased them afterward, may not participate in the shareholders' meeting and therefore may not exercise any voting rights in it. Shareholders who have properly registered and submitted proof of their shareholdings are still entitled to participate in the shareholders' meeting and exercise voting rights even if they sell their shares after the the start of the day on the record date. The record date has no impact on the ability to sell shares and is not a relevant date for any dividend entitlement.

#### Voting by proxy

Shareholders who are unable to or do not wish to attend the shareholders' meeting personally may have their rights exercised by proxy, e.g. by a bank, a shareholders' association, or another person of their choosing. If the shareholder authorises more than one person, the company may reject one or more of them.

Granting, revocation, and evidence of proxy authorisation must be submitted to the company in text form. Banks and persons treated as equivalents under § 135 (8) of the German Stock Corporation Act (AktG) or under § 135 (10) of the German Stock Corporation Act in conjunction with § 125 (5) of the German Stock Corporation Act, such as shareholders' associations may stipulate different requirements with respect to their own appointment as proxies.

A form for granting proxy authorisation is printed on the back of the admission ticket that is sent to shareholders who register on time and in due form as described above. The form for granting proxy authorisation is also available for download on the company's website at www.krones.com (Investor relations – Annual shareholders' meeting). It can also be requested from the company by mail, fax, or e-mail as follows:

KRONES Aktiengesellschaft of

Investor Relations Fax: +49 9401 703786

Böhmerwaldstr. 5

93073 Neutraubling, Germany E-Mail: hv2010@krones.com

## Voting by proxies appointed by the company

In addition, we offer our shareholders the possibility to delegate their voting authority to proxies appointed by the company, who are then bound by the shareholder's instructions. The authorisation of and voting instructions for proxies appointed by

the company must be given in text form. The related documents containing the proxy authorisation and instruction form for the proxies appointed by the company and relevant information will be sent to shareholders along with the admission ticket. These documents are also available for download on the company's website at www.krones.com (Investor relations – Annual shareholders' meeting). They can also be requested from the company by mail, fax, or e-mail as follows:

KRONES Aktiengesellschaft or

Investor Relations Fax: +49 9401 703786

Böhmerwaldstr. 5 or

93073 Neutraubling, Germany E-Mail: hv2010@krones.com

Evidence of the proxy authorisation and instruction form can also be sent to the above address. We kindly request that shareholders return the completed proxy authorisation form and voting instructions in a timely manner.

Shareholders present at the annual shareholders' meeting or their authorised representatives may also grant proxy authorisation to proxies appointed by the company during the annual shareholders' meeting.

If proxies appointed by the company are granted proxy authorisation they must be given instructions on how the votes are to be cast on each item. Without such instructions, the proxy authorisation is not valid. The proxies are obliged to vote in line with the instructions given them.

#### Shareholders' rights

Shareholders' rights before and during the annual shareholders' meeting include the following pursuant to § 122 (2), § 126 (1), § 127, and § 131 (1) of the German Stock Corporation Act (AktG). Additional explanations regarding shareholders' rights can be found on the company's website at www.krones.com (Investor relations – Annual shareholders' meeting).

#### Requests to amend the agenda

Pursuant to § 122 (2) of the German Stock Corporation Act (AktG), shareholders jointly representing at least one-twentieth of the share capital or an amount of the share capital corresponding to at least €500,000.00 may request that items be placed on the agenda and published. Each request for a new agenda item must be accompanied by supporting information or a formal resolution proposal. Share-

holders making such requests must provide evidence that they have held the share for at least three months prior to the date of the annual shareholders' meeting (i.e. since midnight 00:00 CEST, the start of the day 16 March 2010). Calculation of this time period shall be in accordance with § 70 of the German Stock Corporation Act.

The request must be received by the company in writing at least 30 days prior to the annual shareholders' meeting (that is, no later than midnight 24:00 CEST, the end of the day 16 May 2010) at the following address:

KRONES Aktiengesellschaft Vorstand (Executive Board) Böhmerwaldstr. 5 93073 Neutraubling Germany

Agenda amendments that are required to be made public are published in the German electronic Federal Gazette (elektronischer Bundesanzeiger) and submitted to those media for publication which may be presumed to disseminate the information throughout the European Union immediately upon receipt of the request. In addition, they are made available on the company's website at www.krones.com (Investor relations – Annual shareholders' meeting).

#### Counterproposals and election nominations by shareholders

Every shareholder has the right to submit to the company counterproposals to proposals put forward by the Executive Board and/or the Supervisory Board relating to certain agenda items pursuant to § 126 (1) of the German Stock Corporation Act (AktG) and to make nominations for the election of the auditor pursuant to § 127 of the German Stock Corporation Act. Counterproposals must be accompanied by supporting information. No supporting information is required for election nominations. Counterproposals and election nominations must be sent to the address below:

KRONES Aktiengesellschaft or

Investor Relations Telefax: +49 9401 703786

Böhmerwaldstr. 5 o

93073 Neutraubling, Germany E-Mail: hv2010@krones.com

No consideration will be given to counterproposals or election nominations sent to other addresses.

Counterproposals and election nominations that are received at this address by midnight 24:00 CEST, the end of the day 1 June 2010 and that are to be made available will be posted, together with the shareholders' names and any supporting information, on the company's website at www.krones.com (Investor relations – Annual shareholders' meeting) immediately upon receipt. Management's comments, if any, on the counterproposals and election nominations will also be published at the above website.

The company may opt not to publish a counterproposal and its supporting information if the prerequisites under § 126 (2) of the German Stock Corporation Act (AktG) are met. For instance, supporting information of a counterproposal need not be made available if its total length is more than 5,000 characters.

We would like to point out that counterproposals and election nominations will only be given consideration at the annual shareholders' meeting if they are made or submitted orally at the annual shareholders' meeting – even if they have been sent to the company before the meeting. The above does not affect the right of every shareholder to submit counterproposals to the various agenda items or election nominations during the annual shareholders' meeting without having transmitted them to the company beforehand.

#### ■ Shareholders' right to information

Every shareholder present at the annual shareholders' meeting shall, upon request, be given information from the Executive Board on matters concerning the company to the extent that such information is necessary in order to properly evaluate the agenda item under discussion. The duty to provide information also extends to the company's legal and business relations with affiliated companies and to the position of the group and the companies included in the consolidated financial statements. The Executive Board may decline to respond to individual questions on the grounds stated under § 131 (3) of the German Stock Corporation Act (AktG).

In order to facilitate proper response, we kindly request that shareholders and their authorised representatives wanting to pose questions at the annual shareholders' meeting send their questions to the above address as early as possible before the meeting. Submitting questions in advance is not a formal requirement. Shareholders' rights to information are unaffected by this request.

#### Information (documentation) on the company's website

The following information is available on the company's website at www.krones.com in the »Annual shareholders' meeting« section under the »Investor relations« link:

- The content of this notice convening the annual shareholders' meeting
- All documentation that must be made available to the annual shareholders' meeting
- The annual report of the company for fiscal 2009, which includes a description of the compensation system for Executive Board members
- The total number of shares and voting rights at the time of this notice convening the annual shareholders' meeting
- The forms that can be used to grant proxy authorisation for the annual share-holders' meeting or to authorise a proxy appointed by the company, who shall then be bound by the shareholder's instructions, and for giving those instructions
- Further information on the shareholder rights mentioned above (to request amendments to the agenda, to make counterproposals and/or election nominations, to obtain information).

Neutraubling, April 2010

KRONES Aktiengesellschaft The Executive Board

This version of the Notice of Shareholders' Meeting, prepared for the convenience of English-speaking readers, is a translation of the German original. For the purposes of interpretation the German text shall prevail.