



Bayer Aktiengesellschaft

Leverkusen

- ISIN DE000BAY0017 -

Notice of Dividend

The Annual Stockholders' Meeting of our company on April 30, 2010 resolved to use the distributable profit of €1,157,726,931.20 for the 2009 financial year to pay a dividend of €1.40 per entitled share.

The dividend will be paid out by the depositary banks via Clearstream Banking AG, Frankfurt am Main, subject to deduction of 25% German Capital Yields Tax plus 5.5% "Solidarity Surcharge" on the Capital Yields Tax (total 26.375%), and Church Tax on the Capital Yields Tax where applicable, beginning on May 3, 2010. The paying agent is Deutsche Bank AG, Taunusanlage 12, 60325 Frankfurt am Main.

The tax thereby withheld will normally be deemed to have settled a German domestic taxpayer's liability for income tax on private dividend income. The dividend may, however, be included on request in the income tax return together with other investment income for the purpose of ensuring taxation at a lower personal income tax rate in certain cases.

The dividend will be paid out without deduction of Capital Yields Tax or Solidarity Surcharge if a domestic stockholder has issued a declaration of exemption from a sufficient amount of withholding tax to a German bank or submits an exemption certificate issued by the tax authorities (Finanzamt).

Under double taxation agreements between Germany and the respective other countries, stockholders domiciled outside Germany can obtain a reduction in the amount of tax withheld if they assert their claim in good time. The necessary application must be made to the Central German Tax Office (Bundeszentralamt für Steuern), 53221 Bonn. Stockholders domiciled outside Germany are therefore recommended to seek advice concerning the tax treatment of the dividend.

Leverkusen, May 3, 2010

The Board of Management of
Bayer Aktiengesellschaft