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**Beiersdorf**

Passion for Skin & Beauty Care

# Invitation

to the Ordinary Annual General Meeting  
on April 30, 2009 in Hamburg

Beiersdorf Aktiengesellschaft, Hamburg  
Wertpapier-Kennnummer 520000  
ISIN DE0005200000



Beiersdorf Aktiengesellschaft  
shareholders are hereby invited  
to attend the Company's  
**Ordinary Annual General Meeting**  
to be held on **Thursday,**  
**April 30, 2009, at 10.30 a.m.**  
(doors open at 9.30 a.m.) in the  
Congress Centrum Hamburg, Room 2,  
Am Dammtor/Marseiller Strasse in  
Hamburg, Germany.

#### Beiersdorf – A profile

As a leading international cosmetics company, we focus on innovative skin and beauty care with our brands – including NIVEA, Eucerin, and La Prairie. We offer our consumers a compelling proposition based on maximum consumer orientation, groundbreaking innovations, and excellent product quality.



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Hamburg, March 2009

*Dear Shareholders,*

We are delighted to be able to report on an extremely successful fiscal year 2008 and warmly invite you to this year's Ordinary Annual General Meeting of Beiersdorf Aktiengesellschaft, which will be held on Thursday, April 30, 2009, at 10.30 a.m. (doors open at 9.30 a.m.) in the Congress Centrum Hamburg, Room 2, Am Dammtor/Marseiller Strasse.

The Executive Board and Supervisory Board propose under agenda item 2 the following dividend to the Annual General Meeting: €0.70 (as in the previous year) and an extraordinary amount of €0.20, in total €0.90 for each share carrying dividend rights. This amount shall enable the shareholders to participate in the special gains from the divestments of the previous years in an appropriate way.

The proposal listed under agenda item 6 provides for the routine renewal of the authorization of the Company to purchase and utilize own shares.

The term of office of the current Supervisory Board expires at the end of this year's Annual General Meeting. As a result, the shareholder representatives will be elected to the Supervisory Board under agenda item 7.

With best wishes,



THOMAS-B. QUAAS  
Chairman of the Executive Board

DR. BERNHARD DÜTTMANN  
Chief Financial Officer

Beiersdorf Aktiengesellschaft  
Unnastrasse 48  
20245 Hamburg  
Commercial Register Hamburg  
HRB 1787

Executive Board:  
Thomas-B. Quaas (Chairman),  
Dr. Bernhard Düttmann,  
Peter Kleinschmidt, Pieter Nota,  
Markus Pinger  
Chairman of the Supervisory Board:  
Prof. Dr. Reinhard Pöllath

# Agenda

1. Presentation of the adopted annual financial statements of Beiersdorf Aktiengesellschaft and the approved consolidated financial statements together with the management reports of Beiersdorf Aktiengesellschaft and the Group for fiscal year 2008, the report by the Supervisory Board and the explanatory report by the Executive Board on disclosures of provisions in accordance with §§ 289 (4), 315 (4) *Handelsgesetzbuch* (German Commercial Code, *HGB*)

The above-mentioned documents are available for inspection by shareholders at the headquarters of Beiersdorf Aktiengesellschaft, Unnastrasse 48, 20245 Hamburg, Germany, and are available on the Company's German website at **[www.Beiersdorf.de/Hauptversammlung](http://www.Beiersdorf.de/Hauptversammlung)** (see [www.Beiersdorf.com/Annual\\_General\\_Meeting](http://www.Beiersdorf.com/Annual_General_Meeting) for the English translation). Upon request, copies of these documents will also be sent to shareholders free of charge and without delay.

2. Resolution on the utilization of net retained profits

A proposal will be made to the Annual General Meeting to increase the previous year's dividend of €0.70 by an extraordinary supplement in the amount of €0.20, and to distribute a total dividend of €0.90 per no-par value share carrying dividend rights for fiscal year 2008. The purpose of this supplement is to allow the shareholders to also participate in an appropriate way in the special gains generated by the divestments of the previous years.

The Executive Board and Supervisory Board therefore propose that the net retained profits for fiscal year 2008 amounting to €226,800,000 be utilized as follows:

(in €)

Distribution of a dividend totaling €0.90 per no-par value bearer share carrying dividend rights (226,818,984 no-par value bearer shares)	204,137,085.60
Transfer to other retained earnings	22,662,914.40
Net retained profits	226,800,000.00

The shares carrying dividend rights at the time of the proposal on the utilization of the net retained profits have been reflected in the amounts specified for the total dividend and for the transfer to other retained earnings. The own shares held by the Company do not carry dividend rights in accordance with § 71b *Aktiengesetz* (German Stock Corporation Act, *AktG*).

If the number of own shares held by the Company at the time of the resolution by the Annual General Meeting on the utilization of the net retained profits is higher or lower than at the time of the proposal on the utilization of the profits, the total amount to be distributed to the shareholders shall be reduced or increased by the portion of the dividend attributable to the difference in the number of shares. The amount to be appropriated to other retained earnings shall be adjusted inversely by the same amount. In contrast, the dividend to be distributed per no-par value bearer share carrying dividend rights shall remain unchanged. If necessary, an appropriately modified draft resolution on the utilization of the net retained profits will be presented to the Annual General Meeting.

### 3. Resolution on the official approval of the actions of the members of the Executive Board

The Executive Board and Supervisory Board propose approving the actions of the members of the Executive Board for fiscal year 2008.

### 4. Resolution on the official approval of the actions of the members of the Supervisory Board

The Executive Board and Supervisory Board propose approving the actions of the members of the Supervisory Board for fiscal year 2008.

### 5. Election of the auditors for fiscal year 2009

The Supervisory Board proposes that Ernst & Young AG Wirtschaftsprüfungsgesellschaft Steuerberatungsgesellschaft, Stuttgart, be elected the auditors for fiscal year 2009 for Beiersdorf Aktiengesellschaft and Beiersdorf Group.

## 6. Resolution on the authorization to purchase and utilize own shares

The Executive Board and Supervisory Board propose to resolve as follows:

- a) The existing authorization to purchase own shares granted by the Annual General Meeting on April 30, 2008 under agenda item 6 b) for a limited period up until October 29, 2009 shall be cancelled upon entry into force of the authorization under b).
- b) The Company is authorized in accordance with § 71 (1) no. 8 *Aktiengesetz* (German Stock Corporation Act, *AktG*) to purchase own shares in the total amount of up to 10% of the existing share capital in the period up until October 29, 2010. The authorization can be exercised in whole or in part once or several times. The shares purchased pursuant to this authorization, together with other shares of the Company that the Company has already purchased and still holds or that are attributable to the Company in accordance with §§ 71a ff. *AktG*, may not account for more than 10% of the share capital of the Company.

The shares shall be purchased via the stock exchange or via a public offer addressed to all shareholders. Where the shares are purchased via the stock exchange, the paid purchase price (excluding incidental costs) per share may not exceed or fall below the average price of Beiersdorf's shares in the closing auction in the Frankfurt Stock Exchange's Xetra trading system (or a comparable successor system) on the five stock exchange trading days preceding the purchase by more than 5%. Where the shares are purchased via a public purchase offer addressed to all shareholders, the purchase price or the limits of the price range per share (in each case excluding incidental costs) may not exceed or fall below the average price of Beiersdorf's shares in the closing auction in the Frankfurt Stock Exchange's Xetra trading system (or a comparable successor system) on the ten stock exchange trading days preceding the publication of the decision to issue the purchase offer by more than 20%. If, after publication



of the formal purchase offer, significant differences arise between the relevant price and the purchase price offered or the limits of the price range offered, the offer may be adjusted. In this case, the corresponding average price over the last ten stock exchange trading days before publication of any adjustment will be used. The volume of the offer may be limited. If the total number of shares tendered under the offer exceeds this volume, the shares must be accepted proportionately.

- c) The Executive Board is authorized, with the approval of the Supervisory Board, to sell in whole or in part the own shares purchased on the basis of the above-mentioned or a prior authorization while disapplying the shareholders' pre-emptive rights also in a way other than via the stock exchange or by way of a purchase offer to all shareholders, to the extent that these shares are sold for cash at a price that does not fall materially below the market price of the same class of shares of the Company at the time of the sale. The applicable market price as defined in the provision above is the average price of Beiersdorf's shares in the closing auction in the Frankfurt Stock Exchange's Xetra trading system (or a comparable successor system) on the five stock exchange trading days preceding the sale of the own shares. This authorization is limited to a total of no more than 10% of the share capital existing at the time this authorization comes into effect and at the time it is exercised, whereby, if own shares are sold in line with the above-mentioned provisions, those shares must be included for which the pre-emptive rights of shareholders are also disapplying in accordance with § 186 (3) sentence 4 *Aktiengesetz* (German Stock Corporation Act, *AktG*) when the Authorized Capital is utilized and/or when the authorization to issue convertible bonds and/or bonds with warrants is exercised.

The Executive Board is also authorized, with the approval of the Supervisory Board, to utilize the own shares purchased on the basis of the above-mentioned (under b)) or a prior authorization in whole or in part as consideration or partial consideration as part of a

merger or the acquisition of businesses, equity interests in businesses (including the increase of equity interests), or business units of companies, while disapplying the pre-emptive rights of shareholders.

Moreover, the Executive Board is authorized, with the approval of the Supervisory Board, to utilize the own shares purchased on the basis of the above-mentioned (under b)) or a prior authorization in whole or in part, while disapplying the pre-emptive rights of shareholders, in order to satisfy the subscription and/or conversion rights from convertible bonds and/or bonds with warrants issued by the Company or companies in which it holds a direct or indirect majority interest.

Furthermore, the Executive Board is authorized, with the approval of the Supervisory Board, to retire own shares purchased on the basis of the above-mentioned (under b)) or a prior authorization without requiring an additional resolution by the Annual General Meeting. The authorization to retire the shares can be exercised in whole or in part, i.e. also several times.

## 7. Elections to the Supervisory Board

The term of office of all members of the Supervisory Board ends at the end of the Annual General Meeting on April 30, 2009.

In accordance with §§ 96 (1) and 101 (1) *Aktiengesetz* (German Stock Corporation Act, *AktG*) in conjunction with § 7 (1) sentence 1 no. 1 *Mitbestimmungsgesetz* (German Co-determination Act, *MitbestG*), the Supervisory Board is composed of twelve members, six of whom are elected by the Annual General Meeting and six by the employees. The Annual General Meeting is not bound by any proposals put forward when electing the shareholder representatives on the Supervisory Board. The members of the Supervisory Board are elected on an individual basis.

The Supervisory Board proposes that the following people be elected as shareholder representatives to the Company's Supervisory Board with effect from the end of

the Ordinary Annual General Meeting on April 30, 2009 until the end of the Annual General Meeting resolving the official approval of the actions of the members of the Supervisory Board for fiscal year 2013:

- Prof. Dr. Eva Eberhartinger, Vienna, Austria  
University professor/Vice Rector of Finance,  
Vienna University of Economics and Business, Austria  
Prof. Dr. Eberhartinger does not belong to any statutory supervisory boards of German companies, nor is she a member of comparable domestic or foreign supervisory bodies of business enterprises.
- Michael Herz, Hamburg  
Member of the Executive Board of maxingvest ag  
Mr. Herz is a member of the following statutory supervisory boards:
  - Tchibo GmbH
  - tesa AG (in future: tesa SE)
- Hans David Thomas Holzgreve, Bad Oldesloe  
Member of the Executive Board of maxingvest ag  
Mr. Holzgreve does not belong to any statutory supervisory boards of German companies, nor is he a member of comparable domestic or foreign supervisory bodies of business enterprises.
- Dr. Rolf Kunisch, Überlingen  
Former Chairman of the Executive Board of Beiersdorf AG  
Dr. Kunisch is a member of the following statutory supervisory boards:
  - maxingvest ag
 Furthermore, he is a member of the following comparable domestic and foreign supervisory bodies of business enterprises:
  - Dr. August Oetker Nahrungsmittel KG  
(member of the Advisory Board)

- Prof. Dr. Reinhard Pöllath, Munich  
Lawyer/P+P Pöllath + Partners

Prof. Dr. Pöllath is a member of the following statutory supervisory boards:

- maxingvest ag (Chairman)
- Escada AG (Chairman)
- Primera AG
- SinnerSchrader AG (Chairman)
- Tchibo GmbH

Furthermore, he is a member of the following comparable domestic and foreign supervisory bodies of business enterprises:

- Tisbury Capital Limited  
(Member of the Board of Directors)
- Wanzl GmbH & Co. Holding KG  
(Member of the Supervisory Board)

- Thomas Siemsen, Hamburg  
Tax advisor/SES Siemsen Eder Steuerberatungsgesellschaft mbH

Mr. Siemsen is a member of the following statutory supervisory boards:

- CORO Holding SE

In accordance with section 5.4.3 sentence 3 of the German Corporate Governance Code, attention is drawn to the fact that, in the case of his re-election to the Company's Supervisory Board, Prof. Dr. Reinhard Pöllath is to be proposed as a candidate for the position of Chairman of the Supervisory Board.

Furthermore, the Supervisory Board proposes the following alternate member for the above-mentioned Supervisory Board members in accordance with § 11 (4) of the Articles of Association for the period of the regular term of office of these members (§ 11 (2) of the Articles of Association):

- Beatrice Dreyfus, Frankfurt am Main  
Management Consultant/Novum Capital Beratungsgesellschaft mbH  
Ms. Dreyfus does not belong to any statutory supervisory boards of German companies, nor is she a member of comparable domestic or foreign supervisory bodies of business enterprises.

In accordance with § 11 (4) sentence 1 of the Articles of Association, the proposed alternate member will succeed to the Supervisory Board if one of the members of the Supervisor Board elected by the Annual General Meeting leaves the Supervisory Board before the end of his or her regular term of office without a successor having previously been appointed. In accordance with § 11 (5) sentence 2 of the Articles of Association, the proposed alternate member shall revert to his or her original status as an alternate member if a successor is appointed for the Supervisory Board member who left before the end of his or her regular term of office and whom the alternate member succeeded on the Supervisory Board.

## Report of the Executive Board to the Annual General Meeting on Item 6 of the Agenda

(RESOLUTION ON THE AUTHORIZATION TO PURCHASE AND UTILIZE OWN SHARES) IN ACCORDANCE WITH § 71 (1) NO. 8 AKTIENGESETZ (GERMAN STOCK CORPORATION ACT, *AktG*) IN CONJUNCTION WITH § 186 (3) SENTENCE 4 AND § 186 (4) SENTENCE 2 AKTIENGESETZ (GERMAN STOCK CORPORATION ACT, *AktG*)

The Company purchased own shares amounting to approximately 9.99% of its share capital based on the authorization of the Annual General Meeting of June 11, 2003 in accordance with § 71 (1) no. 8 *Aktiengesetz* (German Stock Corporation Act, *AktG*) as part of a public acquisition offer directed to all Beiersdorf shareholders. No own shares were purchased on the basis of the authorizations of the Annual General Meeting on June 3, 2004, May 18, 2005, May 17, 2006, April 26, 2007 and April 30, 2008. The proposed renewal of the authorization under agenda item 6 is intended to continue to enable the Company to purchase own shares if it were to reduce the number of own shares held in the future. This is standard procedure at nearly all major listed companies. In accordance with § 71 (2) sentence 1 *Aktiengesetz* (German Stock Corporation Act, *AktG*), the shares purchased pursuant to this authorization, together with other shares of the Company that the Company has already purchased and still holds or that are attributable to the Company in accordance with §§ 71a ff. *AktG*, may not account for more than 10% of the share capital of the Company. According to this proposed resolution, the Company is also entitled to sell or to issue the own shares purchased pursuant to this or a prior authorization in whole or in part while disapplying the pre-emptive rights of shareholders.

Based on legal provisions, the own shares purchased by Beiersdorf Aktiengesellschaft can be sold via the stock exchange or by way of a public purchase offer to all shareholders. These options for selling the shares fulfill the shareholders' right to equal treatment in the event that the shares are re-issued.

The proposed resolution stipulates that the Executive Board can, with the approval of the Supervisory Board, sell the own shares purchased on the basis of the proposed or a prior authorization by the Annual General Meeting in a way other than via the stock exchange or by way of a public purchase offer to all shareholders if the own shares are sold for cash at a price that does not fall materially below the market price of the same class of shares of the Company at the time of sale. This authorization, which amounts to the disapplication of shareholders' pre-emptive rights, enables the Company to take advantage of the simplified option for disapplying shareholders' pre-emptive rights allowed by § 71 (1) no. 8 sentence 5 *Aktiengesetz* (German Stock Corporation Act, *AktG*) in conjunction with § 186 (3) sentence 4 *Aktiengesetz* (German Stock Corporation Act, *AktG*). This is intended to serve the interests of the Company in particular by creating the opportunity for the Company to offer shares of the Company to institutional or other investors and/or to expand the shareholder base of the Company. The intention here is to also put the Company in the position of being able to react to favorable stock market situations quickly and flexibly. The interests of the shareholders are taken into account in that the shares may only be sold at a price that does not fall materially below the market price of the shares of the Company at the time of the disposal. The fixing of an average price for the applicable market price is intended to ensure that the interests of the shareholders of the Company are not adversely affected by random pricing. The authorization to sell own shares for cash consideration is limited to a total of no more than 10% of the Company's existing share capital at the time this authorization comes into effect and at the time it is exercised, including shares for which the shareholders' pre-emptive rights are disappplied in accordance with § 186 (3) sentence 4 *Aktiengesetz* (German Stock Corporation Act, *AktG*) when Authorized Capital is utilized and/or when the authorization to issue convertible bonds and/or bonds with warrants is exercised. The inclusion in the limit ensures that purchased own shares are not sold subject to the simplified disapplication of shareholders' pre-emptive rights in accordance with § 186 (3) sentence 4 *Aktiengesetz* (German Stock Corporation Act, *AktG*), if this would lead to shareholders' pre-emptive rights being disappplied as a result of the direct or indirect application of § 186 (3) sentence 4 *Aktiengesetz* (German Stock Corporation Act, *AktG*)) for a total of more than

10% of the share capital. This limitation is in the interests of shareholders who wish to retain their share of the equity interest held as far as possible. Thus the shareholders are in principle able to maintain their shareholding by purchasing Beiersdorf shares on the stock market.

The Executive Board, with the approval of the Supervisory Board, shall also be authorized to utilize the own shares purchased on the basis of the proposed or a prior authorization as consideration or partial consideration for the acquisition of businesses, equity interests in businesses (including the increase of equity interests) or business units of companies, or as part of mergers, i.e. in return for contribution in kind. To compete internationally, the Company is increasingly being required to provide this type of financing for acquisitions. Against this backdrop, it remains highly important for the continued development and consolidation of the Company's market position that it has the opportunity to acquire suitable equity interests in the course of its investment strategy, not only by making cash payments but also by way of non-cash consideration in the form of the transfer of shares in the Company. The Company also currently has the Authorized Capital III laid down in § 5 (4) of its Articles of Association at its disposal for the acquisition of companies or equity interests in companies. To this extent, the proposed authorization for the use of own shares represents a supplement to the Authorized Capital III in the Articles of Association of the Company. This authorization is intended to put the Company in the position of being able to quickly and flexibly take advantage of acquisition opportunities as they present themselves even without having to implement capital increases. As the purchased own shares generally have to be utilized at short notice and in competition with other potential buyers, and the necessary secrecy requirements have to be observed, the authorization to dispose of purchased own shares by means other than via the stock exchange or via a public purchase offer to all shareholders is necessary. The proposed disapplication of the shareholders' pre-emptive rights is in line with this requirement. The Executive Board will carefully examine in each individual case whether to exercise this authorization as soon as the opportunity to purchase an equity interest takes shape. To this extent, it will only disapply shareholders' pre-emptive rights if the acquisition is within the remit of the Company's



investment strategy and if the acquisition in return for shares in the Company is in the best interests of the Company. When specifying the pricing ratios the Executive Board will ensure that shareholders' interests are safeguarded appropriately and that, as a result, the authorization will only be exercised to the extent that the value of the equity interest to be acquired is in reasonable proportion to the value of Beiersdorf's shares to be exchanged for it. The Supervisory Board will only grant the necessary approval for the disposal of the purchased own shares by means other than via the stock exchange or via an offer to all shareholders if these preconditions are met.

Moreover, the Executive Board is authorized, with the approval of the Supervisory Board, to utilize the own shares purchased on the basis of the above-mentioned or a prior authorization, while disapplying the pre-emptive rights of shareholders, in order to satisfy the subscription and/or conversion rights from convertible bonds and/or bonds with warrants issued by the Company or companies in which it holds a direct or indirect majority interest. It may be appropriate, instead of utilizing contingent capital, to utilize own shares in whole or in part to fulfill conversion rights or options, or conversion obligations.

Finally, the own shares purchased on the basis of the above-mentioned or a prior authorization may be retired by the Company without an additional resolution by the Annual General Meeting.

The Executive Board will report on the exercise of the authorization to purchase and utilize own shares in the next Annual General Meeting.

The present report on agenda item 6 is available for inspection by shareholders at the Company's business premises (Unnastrasse 48, 20245 Hamburg, Germany) as of the date on which the Annual General Meeting is convened. It is also available on the Company's German website at **[www.Beiersdorf.de/Hauptversammlung](http://www.Beiersdorf.de/Hauptversammlung)** (see [www.Beiersdorf.com/Annual\\_General\\_Meeting](http://www.Beiersdorf.com/Annual_General_Meeting) for the English translation) and will be available at the Annual General Meeting. All shareholders will also be sent a copy of the report free of charge and without delay upon request.

## Attendance at the Annual General Meeting

The share capital of the Company is composed of 252,000,000 no-par value shares with a matching number of voting rights. At the time of convening the Annual General Meeting, the Company's own stock totaled 25,181,016 shares, for the number of which the Company does not hold voting rights. Therefore, the total number of Beiersdorf Aktiengesellschaft's shares carrying participation and voting rights amounted to 226,818,984 at the time of convening this Annual General Meeting.

### Entitlement to attend by way of registration and proof of share ownership

According to § 18 of the Company's Articles of Association shareholders are entitled to attend the Annual General Meeting and to exercise their voting rights if they have registered for the Annual General Meeting and submitted special proof of their share ownership prepared in *Textform* (written proof according to § 126b *Bürgerliches Gesetzbuch* (German Civil Code, *BGB*)) in German or English language by their custodian bank to the Company at the following address:

Beiersdorf Aktiengesellschaft  
c/o Anmeldestelle HV KG  
Gewerbepark 10  
92289 Ursensollen  
Germany  
Fax: +49 (0) 40 4909-187603  
E-mail: HV-Anmeldung@Beiersdorf.com

The proof of share ownership must refer to the beginning of April 9, 2009 (0.00 hrs) and must be received by the Company together with the registration for the Annual General Meeting under the above mentioned address by April 23, 2009 (24.00 hrs) at the latest. After the registration and the proof of ownership have been entered at the above address, the eligible shareholders will receive entry cards indicating the number of votes to which the owner is entitled. To ensure the timely receipt of the entry cards, we request that shareholders take care to submit their registration for the Annual

General Meeting and the proof of their share ownership to the Company in good time.

### Proxy voting

This year, we are again offering our shareholders the opportunity to be represented by a proxy appointed by the Company, who will vote in accordance with their instructions. A proxy is an employee of the Company who will vote on the individual agenda items in accordance with instructions by shareholders based on a power of attorney issued to him or her by shareholders. To do so, the proxy must be granted power of attorney over and issued with express and clear instructions on how to exercise the shareholder's voting rights in regard to each relevant item of the agenda. The proxy undertakes to vote as instructed and may not exercise voting rights at his or her discretion. As far as express and clear instructions are not issued, the proxy appointed by the Company will vote "Abstain". The power of attorney and instructions to the proxy appointed by the Company concerning the exercise of voting rights can only be issued in writing (not by fax or e-mail) and only using the proxy and instruction forms included with the entry cards to the Annual General Meeting. The Company must receive powers of attorney and instructions no later than April 28, 2009. Thank you for understanding that we cannot honor powers of attorney and instructions received after this date. Shareholders must submit their registration for the Annual General Meeting and the proof of share ownership in the manner described above by the deadline also if they plan to appoint the proxy appointed by the Company. Shareholders will receive further details of how to issue a power of attorney and how to instruct the proxy appointed by the Company together with their entry card after they have registered for the Annual General Meeting and submitted proof of ownership; this information is also available on the Company's German website at [www.Beiersdorf.de/Hauptversammlung](http://www.Beiersdorf.de/Hauptversammlung) (see [www.Beiersdorf.com/Annual\\_General\\_Meeting](http://www.Beiersdorf.com/Annual_General_Meeting) for the English translation).

Of course, this offer to grant power of attorney to the proxy appointed by the Company does not affect any previously valid means of attending the Annual General Meeting, such as participation via an authorized representative, e.g. a credit institution or shareholders' association, which remain in full

force. If the power of attorney is not issued to a credit institution, shareholders' association, or other persons or institutions with equivalent status to these under the provisions of stock corporation law, it must be issued in writing. To issue a power of attorney to a third party, we would ask our shareholders to use the proxy form included with their entry card or sent by the Company in text form on request. Credit institutions, shareholders' associations, or other persons or institutions with equivalent status to these under the provisions of stock corporation law may stipulate different regulations for being issued with powers of attorney.

### Shareholders' questions, motions, and proposals for elections

Shareholders who intend to ask questions at the Annual General Meeting are requested to submit these to the Company before the Annual General Meeting, if possible, in order to allow the Executive Board to prepare a response. Motions by shareholders regarding a proposal by the Executive Board and/or Supervisory Board concerning a particular agenda item in accordance with § 126 (1) *Aktiengesetz* (German Stock Corporation Act, *AktG*) and proposals for elections in accordance with § 127 *AktG* must be submitted exclusively to the following address. Motions or proposals for elections that are otherwise addressed cannot be considered.

Beiersdorf Aktiengesellschaft  
Financing (Bf. 86)  
Unnastrasse 48  
20245 Hamburg  
Germany  
Fax: +49 (0) 40 4909-2860  
E-mail: [Investor.Relations@Beiersdorf.com](mailto:Investor.Relations@Beiersdorf.com)

We will publish all motions and proposals for elections by shareholders to be made available in accordance with § 126 *Aktiengesetz* (German Stock Corporation Act, *AktG*) on the Company's German website at [www.Beiersdorf.de/Hauptversammlung](http://www.Beiersdorf.de/Hauptversammlung) (see [www.Beiersdorf.com/Annual\\_General\\_Meeting](http://www.Beiersdorf.com/Annual_General_Meeting) for the English translation). All management statements will also be published there.

Publication in the *elektronischer Bundesanzeiger*  
(electronic Federal Gazette)

The invitation to the Annual General Meeting was published on March 6, 2009 in the *elektronischer Bundesanzeiger* (electronic Federal Gazette). This invitation and the documents that must be made available as of convening the Annual General Meeting can also be accessed at the Company's website at **[www.Beiersdorf.de/Hauptversammlung](http://www.Beiersdorf.de/Hauptversammlung)** (see [www.Beiersdorf.com/Annual\\_General\\_Meeting](http://www.Beiersdorf.com/Annual_General_Meeting) for the English translation).

Hamburg, March 2009

Beiersdorf Aktiengesellschaft  
The Executive Board

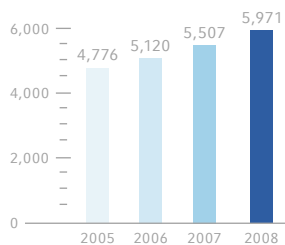
## Beiersdorf at a Glance

(in € million)

	2007	2008
<b>Sales</b>	<b>5,507</b>	<b>5,971</b>
Change in % (adjusted for currency translation effects)	9.1	10.6
Change in % (organic)	9.1	7.5
Change in % (nominal)	7.6	8.4
Consumer	4,661	5,125
tesa	846	846
<b>EBITDA</b>	<b>738</b>	<b>911</b>
Operating result (EBIT)	616	797
<b>Operating result (EBIT, excluding special factors)</b>	<b>684</b>	<b>696</b>
<b>Profit after tax</b>	<b>442</b>	<b>567</b>
Return on sales after tax in %	8.0	9.5
Earnings per share in €	1.93	2.48
<b>Total dividend</b>	<b>159</b>	<b>204</b>
Dividend per share in €	0.70	0.90
<b>Gross cash flow</b>	<b>477</b>	<b>520</b>
<b>Capital expenditure (including non-current investments)</b>	<b>110</b>	<b>161</b>
<b>Research and development expenses</b>	<b>127</b>	<b>149</b>
<b>Employees (as of December 31)</b>	<b>21,101</b>	<b>21,766</b>

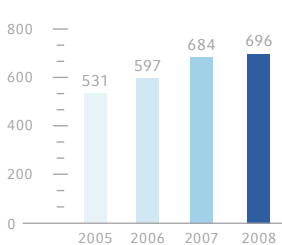
### GROUP SALES

(in € million)



### EBIT\*

(in € million)



\*Excluding special factors.

# Financial Calender

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## DATES

April 30, 2009	Annual General Meeting
May 4, 2009	Dividend Payment
May 5, 2009	Interim Report January to March 2009
August 4, 2009	Interim Report January to June 2009
November 3, 2009	Interim Report January to September 2009, Financial Analyst Meeting
January 2010	Publication of Preliminary Group Results
February/March 2010	Publication of Annual Report 2009, Annual Accounts Press Conference, Financial Analyst Meeting
April 29, 2010	Annual General Meeting
May 2010	Interim Report January to March 2010
August 2010	Interim Report January to June 2010
November 2010	Interim Report January to September 2010, Financial Analyst Meeting

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The online version of the Annual Report is available on the Company's website at [www.Beiersdorf.com/Annual\\_Report](http://www.Beiersdorf.com/Annual_Report). You can also request a printed version.

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## Location Plan

### Congress Centrum Hamburg



We would like to support the use of public transport and have therefore enclosed a free ticket for Hamburg's public transport system (Hamburger Verkehrsverbund) on the day of the Annual General Meeting. If you wish to arrive by car, you can of course have your parking ticket for the CCH parking garage stamped as usual at the entrance to the room in which the Annual General Meeting is being held.

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