

In Re Bayer AG Securities Litigation

Analytics, Inc.
P.O. Box 2003
Chanhassen, MN 55317-2003

**Complete and Sign
this Form and Return
Postmarked No Later
Than November 25, 2008.**

WRITE ANY NAME AND ADDRESS CORRECTIONS BELOW OR IF THERE IS NO PREPRINTED DATA TO THE LEFT, YOU MUST PROVIDE THE NAME AND ADDRESS OF THE BENEFICIAL OWNER(S) HERE:

Name:
Address:
City:
State/Country and Zip Code:

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

_____)	
IN RE BAYER AG SECURITIES LITIGATION)	
_____)	
THIS DOCUMENT RELATES TO ALL ACTIONS)	03 CV 1546 (WHP)
_____)	

PROOF OF CLAIM AND RELEASE

NOTE: ALL PERSONS OR ENTITIES WHO OR WHICH:

FROM AUGUST 4, 2000 THROUGH AND INCLUDING FEBRUARY 21, 2003:

- (A) PURCHASED OR OTHERWISE ACQUIRED ORDINARY SHARES OF BAYER AG ON THE U.S. OVER-THE-COUNTER MARKET OR PURCHASED AMERICAN DEPOSITORY RECEIPTS (ADRS) OF BAYER AG ON THE NEW YORK STOCK EXCHANGE, REGARDLESS OF THE PURCHASER'S COUNTRY OF RESIDENCE AT THE TIME OF PURCHASE; OR**
- (B) PURCHASED OR OTHERWISE ACQUIRED ORDINARY SHARES OR ADRS OF BAYER AG ON ANY OTHER STOCK EXCHANGE AND THE PURCHASER, OR BENEFICIAL OWNER, WAS A RESIDENT OR CITIZEN OF THE UNITED STATES AT THE TIME OF PURCHASE (COLLECTIVELY, THE "CLASS").**

PURSUANT TO THE ORDER OF THE UNITED STATES DISTRICT COURT FOR THE SOUTHERN DISTRICT OF NEW YORK, DATED JUNE 20, 2008, IN ORDER TO BE ELIGIBLE TO HAVE YOUR CLAIM CONSIDERED, YOU MUST COMPLETE THIS FORM AND MAIL IT BY AT LEAST FIRST-CLASS MAIL, POSTAGE PREPAID, AND IT MUST BE POSTMARKED NO LATER THAN **NOVEMBER 25, 2008**, TO:

In Re Bayer AG Securities Litigation
Analytics, Inc.
P.O. Box 2003
Chanhassen, MN 55317-2003

IN ADDITION, IN ACCORDANCE WITH THE TERMS OF THE FEDERAL INTEREST AND DIVIDENDS COMPLIANCE ACT OF 1983, A CLAIMANT MUST CERTIFY HIS SOCIAL SECURITY NUMBER OR OTHER TAXPAYER IDENTIFICATION NUMBER BY COMPLETING THE SUBSTITUTE FORM W-9 ENCLOSED WITH PROOF OF CLAIM. IF A CLAIMANT IS EITHER EXEMPT FROM OR NOT SUBJECT TO BACKUP WITHHOLDING, HE MUST SO CERTIFY ON THE SUBSTITUTE FORM W-9. IF YOU FAIL TO SUBMIT YOUR CLAIM BY **NOVEMBER 25, 2008**, YOUR CLAIM MAY BE REJECTED AND THIS MAY PRECLUDE FROM RECEIVING ANY MONEY IN CONNECTION WITH SETTLEMENT OF THIS LITIGATION.

By submitting this Proof of Claim, and checking the below box, I state that I believe in good faith that I am a Class Member as defined above and in the Notice of Pendency, or am acting for such person; and that I am not a Defendant in the Action or anyone excluded from the Class. Excluded from the Class are the Defendants, their subsidiaries, affiliates, and any entity in which any Defendant has a controlling interest, their officers and directors, and the immediate family members (parents, spouses, siblings, and children) of the Individual Defendants, David Ebsworth, and Wolfgang Plischke.

I agree

PROOF OF CLAIM

(Please Print or Type)

_____ being duly sworn deposes and says:
[Name of Person(s) Signing this Form]

I. IDENTITY OF CLAIMANT

Fill in ONLY ONE of the following paragraphs, either A, B, C, D, or E, that is applicable to you.

A. Individual or Joint Ownership:

My (our) name(s) is (are):

Address _____

Telephone Number _____

B. Corporation:

I am _____ [Title]

Address _____

of _____ [Corporation]

I am authorized to make this claim on behalf of the Corporation.

Telephone Number _____

C. Partnership:

I am a partner of _____
[Name of Partnership]

Address _____

Telephone Number _____

D. Executors and Administrators:

I am (We are) _____

executor(s) administrator(s) of the Estate of _____

[Proof of authority of executors and administrators to act must be submitted herewith.]

E. Others:

[Give full particulars: Name, address, telephone number, the identity of the person or entity on whose behalf you are acting, capacity, etc. if your situation does not fit in any of the above categories.]

Name _____

Address _____

Telephone Number _____

**II. PURCHASES OF BAYER SECURITIES DURING THE PERIOD COMMENCING
AUGUST 4, 2000 THROUGH AND INCLUDING FEBRUARY 21, 2003.**

[TO BE COMPLETED BY ALL CLAIMANTS]

Beginning Holdings

A. List the number of shares of Bayer Securities (including common stock and ADRs) owned as of the close of business on August 3, 2000:

Check Here If Documentation Is Enclosed

Purchases/Acquisitions

B. List your purchases of Bayer Securities (including common stock and ADRs) purchased during the period commencing August 4, 2000 through May 22, 2003. (Attach a separate schedule if more space is needed.)

Date(s) of Purchase (List Chronologically)* (Month/Day/Year)	Number of Shares Purchased	Purchase Price Per Share**	Total Purchase Price**	Check Here If Documentation Is Enclosed
/ /		\$	\$	<input type="checkbox"/>
/ /		\$	\$	<input type="checkbox"/>
/ /		\$	\$	<input type="checkbox"/>
/ /		\$	\$	<input type="checkbox"/>

III. SALES OF BAYER SECURITIES

[TO BE COMPLETED BY ALL CLAIMANTS]

Sales

List your sales of Bayer Securities (including common stock and ADRs) during the period commencing August 4, 2000 through May 22, 2003. (Attach a separate schedule if more space is needed.)

Date(s) of Sale (List Chronologically)* (Month/Day/Year)	Number of Shares Sold	Sale Price Per Share**	Total Sale Price**	Check Here If Documentation Is Enclosed
/ /		\$	\$	<input type="checkbox"/>
/ /		\$	\$	<input type="checkbox"/>
/ /		\$	\$	<input type="checkbox"/>
/ /		\$	\$	<input type="checkbox"/>

Ending Holdings

List the number of shares of Bayer Securities (including common stock and ADRs) owned at the close of business on May 22, 2003:

Check Here If Documentation Is Enclosed

Note: For purposes of determining class members' losses on shares purchased during the period, shares sold during the period will be matched chronologically to, first shares held as of August 3, 2000, then to shares purchased during the period.

* The date upon which securities are deemed to have been purchased or sold is the "contract" or "trade" date, as distinguished from the "settlement" or "payment" date.

** Excluding brokerage commissions and tax.

IV. REQUIRED DOCUMENTATION

You must annex to this Proof of Claim copies of documentation establishing evidence of all purchases and sales identified in this Proof of Claim, such as brokers' confirmations, monthly account statements, delivery receipts, sales receipts, checks, Schedule D from your income tax return, or your personal inventory records.

IMPORTANT: FAILURE TO ATTACH THE DOCUMENTS REQUESTED HEREIN OR TO LIST ALL PURCHASES AND SALES OF BAYER COMMON STOCK OR ADRs DURING THE CLASS PERIOD MAY DELAY OR PREVENT YOU FROM RECEIVING ANY DISTRIBUTION TO WHICH YOU MAY BE ENTITLED UNDER THE SETTLEMENT.

I understand that the information contained in this Proof of Claim is subject to such verification as the Court may direct, and I agree to cooperate in any such verification. I further agree and understand that if the proposed settlement is approved by the Court and becomes effective, all claims against Defendants which may have been or could have been asserted relating to the subject matter of this litigation will be satisfied, discharged and extinguished forever.

V. RELEASE

By my signature hereto or, if I am submitting this Proof of Claim on behalf of a corporation, a partnership, estate or one or more other persons, by it, him, her, or them, and by my, its, his, her or their respective heirs, executors, administrators, representatives, agents, successors and assigns, I shall be deemed to fully, finally and forever, irrevocably and unconditionally release and discharge Defendants, their respective present and former parents, subsidiaries, divisions, affiliates, representatives, executors and controlling shareholders, the present and former employees, officers and directors of each of them, the present and former attorneys, accountants, insurers, and agents of each of them, and the predecessors, heirs, successors and assigns of each (together, the "Defendant Releasees"), and any Person or entity which is or was related to or affiliated with any Defendant Releasee or in which any Defendant Releasee has or had a controlling interest and the present and former employees, officers and directors, attorneys, accountants, insurers, and agents of each of them, from any and all claims, debts, demands, rights or causes of action or liabilities whatsoever (including, but not limited to, any claims for damages, interest, attorneys' fees, expert or consulting fees, and any other costs, expenses, amounts, or liability whatsoever), whether based on federal, state, local, statutory or common law or any other law, rule or regulation, whether fixed or contingent, accrued or un-accrued, liquidated or unliquidated, at law or in equity, matured or un-matured, whether class or individual in nature, including both known claims and Unknown Claims (i) that have been asserted in the Litigation or (ii) that could have been asserted in the Litigation or in any forum by the Class Members or any of them, or by their heirs, agents, executors, administrators, beneficiaries, predecessors, successors or assigns (in their capacities as such), against any of the Released Parties, which arise out of or are related in any way to any investment in and/or any purchase or sale of the securities or ADRs of Bayer or of the rights to purchase or sell such securities or ADRs during the period from August 4, 2000 through and including February 21, 2003. "Unknown Claims" means any and all Released Claims which I do not know or suspect to exist at the time of the release of the Released Parties, which if known by me might have affected my decision(s) with respect to the Settlement. With respect to any and all Released Claims, I expressly waive any and all provisions, rights and benefits conferred by any law of any state or territory of the United States, or principle of common law, which is similar, comparable, or equivalent to Cal. Code § 1542, which provides:

A general release does not extend to claims which the creditor does not know or suspect to exist in his or her favor at the time of executing the release, which if known by him or her must have materially affected his or her settlement with the debtor.

VI. VERIFICATION

The undersigned hereby certifies that he/she/it believes in good faith that he/she/it is a member of the Class as defined in the Notice of Pendency and Settlement of Class Action (the "Notice"), or is acting for such person; that he/she/it has read and understands the contents of the Notice, that neither he/she/it nor any Estate or person represented by the undersigned, is a defendant in this action, a present or former officer or director of Bayer, or a present or former partner or employee of Defendants, and he/she/it has not filed an effective Request for Exclusion seeking to be excluded from the Class; that he/she/it believes that he/she/it is entitled to receive a share of the Net Settlement Fund; and that he/she/it desires to participate in the proposed Settlement described in the Notice.

I (We) have read the foregoing Proof of Claim and affirm that the information contained herein, and in the documents attached hereto, is true and correct to the best of my (our) knowledge, information and belief. I (We) certify that I am (we are) NOT subject to backup withholding under the provisions of Section 3406(a)(i)(C) of the Internal Revenue Code. If I am (we are) signing on behalf of someone else, I (we) hereby certify and warrant that I am (we are) authorized to make this Proof of Claim. I (We) hereby certify and warrant that I (we) have not previously sold, transferred, assigned or granted any interest in any of the claims released hereby to any other person or entity.

NOTE: If you have been notified by the Internal Revenue Service that you are subject to backup withholding, please strike out the word "NOT" in the certification above.

Date: _____ Signature: _____
Claimant

Date: _____ Signature: _____
Joint Owner/Claimant (if any)

If the claimant is other than an individual, or if the claimant is not the person completing and signing this form, the following must also be provided:

Name of person signing _____

Capacity of person signing (executor, president, etc.) _____

Address _____

Phone _____

Substitute Form W-9

Request for Taxpayer Identification Number:

Enter taxpayer identification number below for the Beneficial Owner(s). For most individuals, this is your Social Security Number. The Internal Revenue Service ("I.R.S.") requires such taxpayer identification number. If you fail to provide this information, your claim may be rejected.

Social Security Number (for individuals)

OR

Taxpayer Identification Number
(for estates, trusts, corporations, etc.)

REMINDER CHECKLIST:

- 1. Please sign and date the above.
- 2. Remember to attach supporting documentation.
- 3. Do not send originals or copies of stock certificates.
- 4. If you move, please send us your new address.

**THIS PROOF OF CLAIM MUST BE POSTMARKED NO LATER THAN
NOVEMBER 25, 2008, AND MUST BE MAILED TO:**

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Analytics, Inc.
P.O. Box 2003
Chanhassen, MN 55317-2003
Tel. 877-797-5732
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