

JAMES B. IRWIN
25 BRIAR HOLLOW
COVINGTON, LA 70433
FEBRUARY 19, 2020

Bayer AG
Dr. Stephan Semrau, MJur
Law, Patents & Compliance
Law Corporate
Building Q 26, 1.007
51368 Leverkusen, Germany

SUBJECT: Independent Assessment of Glyphosate Litigation Risks

Dear Stephan,

In accordance with the instructions contained in your email of February 5, 2020 and pursuant to the fully executed “Engagement Letter” of February 7, 2020, I was assigned the task of reviewing the due diligence memoranda provided to me by Bayer (“Memoranda”) in order to “assess and confirm in writing, whether the Memoranda deal with the Roundup/Glyphosate-Risks thoroughly and consistent with professional expectations and include a fair assessment of the litigation risks associated with the Glyphosate-Litigation.”

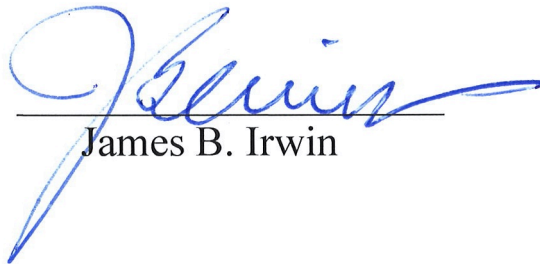
In connection with this assignment, I was provided with and did review three drafts and a final Memorandum, each with the subject line “Assessment of the Current U.S. Legal Landscape Facing Glyphosate” and dated, respectively, 06 April 2016, 22 July 2016, 30 August 2016 and 05 October 2016. My work included research of many of the materials cited in those Memoranda.

Based on the aforementioned review together with my many years of experience in the areas of Product Liability, Mass Tort and Multidistrict Litigation, it is my assessment that the Memoranda do deal with the Roundup/Glyphosate-Risks thoroughly and consistent with professional expectations and include a fair assessment of the litigation risks associated with the Glyphosate-Litigation.

I confirm further that my assessment here has been conducted solely and independently by me and uninfluenced.

As prescribed by the Engagement Letter, I will preserve the confidentiality of the information and documents awaiting your further instructions.

Sincerely,



James B. Irwin