

June 11, 2001

**D E P O S I T A R Y   R E C E I P T S**

**ATTENTION: EUROPEAN RESEARCH, SALES, TRADING  
AND OPERATIONS STAFF**

**ADR ANNOUNCEMENT**

**SAP AG**

To: The Registered Holders of American Depositary Receipts ("ADRs")  
Evidencing American Depositary Shares, Each Representing 1/4 of a Preference  
Shares of SAP AG (CUSIP: 803054204)

Pursuant to the Deposit Agreement dated September 12, 1995 and amended  
and restated as of June 23, 2000 among SAP AG, The Bank of New York as  
Depositary, and Holders of American Depositary Receipts issued thereunder,  
The Bank of New York hereby notifies such Holders as follows:

1. The Deposit Agreement will be amended and restated as of June 18, 2001
2. Effective June 18, 2001, the underlying shares of SAP American Depositary  
Receipts will convert from preference shares to common shares as voted on at  
the Annual General Meeting of SAP AG shareholders.

**Holders of American Depositary Receipts need take no action with  
respect to this.**

Should you require additional clarification, please contact the Bank of New  
York's Investor Relations Department at 1-888-BNY-ADRS.

If you require any additional information please visit our website at  
**[www.adrbny.com](http://www.adrbny.com)** or feel free to contact:

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**THE  
BANK OF  
NEW  
YORK**