

OC Oerlikon AG

Ticker: OERL

Annual General Meeting: April 11, 2017, Luzerner Saal, Kultur- und Kongresszentrum in Luzern (KKL), Europaplatz 1, 6005 Luzern

Overview

All items on the agenda have been proposed by the Board of Directors

SWIPRA RECOMMENDATIONS

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| 1. | Approval of the annual report 2016 | FOR |
| 2. | Allocation of the 2016 available earnings and distribution of dividend from reserves from capital contributions | |
| 2.1. | Allocation of the 2016 earnings | FOR |
| 2.2. | Distribution of dividend from reserves from capital contributions | FOR |
| 3. | Discharge of the members of the Board of Directors (except for Mr. Hans Ziegler) and the Executive Committee for the financial year 2016 | FOR |
| 4. | Elections to the Board of Directors | * |
| 4.1. | Re-elections | |
| 4.1.1. | Prof. Dr. Michael Süss, as Chairman of the Board of Directors | FOR* |
| 4.1.2. | Dr. Jean Botti, as Director | FOR |
| 4.1.3. | Mr. David Metzger, as Director | AGAINST* |
| 4.1.4. | Mr. Alexey V. Moskov, as Director | AGAINST* |
| 4.1.5. | Mr Gerhard Pegam, as Director | FOR |
| 4.2. | Election of a new Members | AGAINST* |
| 5. | Elections to the Human Resources Committee | |
| 5.1. | Re-elections | |
| 5.1.1. | Prof. Dr. Michael Süss, as member of the Human Resources Committee | AGAINST* |
| 5.1.2. | Mr. Alexey V. Moskov, as member of the Human Resources Committee | AGAINST* |



5.2.	Election of a new member	AGAINST*
6.	Election of the Auditor	FOR
7.	Election of the Independent Proxy	FOR
8.	Approval of maximum aggregate amount of total compensation of the Board of Directors	FOR*
9.	Approval of maximum aggregate amount of the fixed compensation of the Executive Committee	AGAINST*
10.	Approval of the aggregate amount of variable compensation of the Executive Committee	AGAINST*

* SWIPRA was looking for further information from the company to clarify this item. SWIPRA considers the insights of this discussion and/or additional information provided by the company, as transparently provided in the research report, to take a final FOR or AGAINST recommendation on each item.



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