

# Helvetia Holding AG

Ticker: HELN

Annual General Meeting: April 22, 2016, OLMA show grounds, St.Gallen

## Overview

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

## SWIPRA RECOMMENDATIONS

1	Approval of management report, financial statements and consolidated financial statements for 2015, acceptance of auditors' reports	FOR
2	Discharge of the members of governing and executive bodies	FOR
3	Appropriation of net profit	FOR
4	Elections	*
4.1	Election of Pierin Vincenz as member of the Board of Directors and Chairman for a term of office of one year.	FOR*
4.2	Election of the members of the Board of Directors for a term of office of one year (the Board members are elected individually).	
4.2.1	Re-election of Hans-Jürg Bernet	FOR
4.2.2	Re-election of Jean-René Fournier	FOR
4.2.3	Re-election of Patrik Gisel	FOR*
4.2.4	Re-election of Hans Künzle	FOR
4.2.5	Re-election of Prof. Christoph Lechner	FOR
4.2.6	Re-election of Gabriela Maria Payer	FOR
4.2.7	Re-election of Doris Russi Schurter	FOR
4.2.8	Re-election of Herbert J. Scheidt	FOR*
4.2.9	Re-election of Andreas von Planta	FOR*
4.3	Election of the members of the Compensation Committee for a term of office of one year (the members are elected individually).	*
4.3.1	Election of Hans-Jürg Bernet	FOR*



4.3.2	Election of Gabriela Maria Payer	FOR
4.3.3	Election of Doris Russi Schurter	FOR
4.3.4	Election of Andreas von Planta	FOR*
5	Remuneration for the members of the Board of Directors and the Executive Management	*
5.1	Approval of the total amount of fixed remuneration for the Board of Directors of CHF 2 740 000 for the period until the next annual Shareholders' Meeting.	FOR*
5.2	Approval of the total amount of fixed remuneration for the Executive Management of CHF 5 061 000 for the period from 1 July 2016 to 30 June 2017.	FOR
5.3	Approval of the total amount of variable remuneration for the Board of Directors of CHF 392 000 for the past financial year.	FOR
5.4	Approval of the total amount of variable remuneration for the Executive Management of CHF 3 358 127 for the past financial year.	FOR*
6	Election of the independent proxy	FOR
7	Election of the auditors	FOR

\* 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.



## IMPORTANT NOTICE

*SWIPRA provides voting recommendations on the basis of its Policy Considerations, publicly available information of the Company such as the Company's annual report, including the financial statements, its compensation report, the invitation to the shareholder meeting including any additional information thereto as provided by the Company as well as any other information as available on the Company's webpage or otherwise, as deemed relevant by SWIPRA and, as the case may be, certain aspects as discussed with the respective Company.*

*SWIPRA provides these voting recommendations as information to its customers to facilitate the customer's analysis related to decision making and taking votes as a shareholder and does not claim that these recommendations are complete in all aspects. SWIPRA takes into consideration relevant information as available and provides its recommendations on the basis of its best knowledge and understanding.*

*SWIPRA does not take any responsibility in connection with customers taking investment decisions and does not take any responsibility related to the performance of the respective investments. The user of the recommendations assumes the entire risk of any use of them. SWIPRA recommendations are based on economic principles and do not constitute legal advice. The user of the recommendations should seek independent legal or other professional advice before acting. Without limiting any of the foregoing and to the maximum extent permitted by law, in no event shall SWIPRA have any liability regarding any of its recommendations for any direct, indirect, special, punitive, consequential (including lost profits) or any other damages even if notified of the possibility of such damages.*

*SWIPRA recommendations are available to its customers only. It is not allowed to copy, use these recommendations for third parties, distribute or use the contents other than as for the purpose of analyzing the agenda items of a shareholder meeting.*