



Chocoladenfabriken Lindt & Sprüngli

Ticker:LISN

Annual General Meeting: April 23, 2015, Congress Center, Zürich

Overview

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

SWIPRA RECOMMENDATIONS

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|-------|---|------|
| 1 | Business Report 2014
Approval of the annual report, the financial statements of Chocoladefabriken Lindt & Sprüngli AG and the Group consolidated financial statements of the Lindt & Sprüngli Group for the financial year 2014, acknowledging the audit reports | FOR |
| 2 | Non-Binding advisory vote on the compensation report 2014 | FOR* |
| 3 | Discharge of the Board of Directors and the Management | FOR |
| 4 | Allocation of net earnings of Chocoladefabriken Lindt & Sprüngli AG and distribution of reserves | |
| 4.1 | Appropriation of the available earnings of Chocoladefabriken Lindt & Sprüngli AG | FOR |
| 4.2 | Conversion of reserves from capital contributions and distribution of a dividend | FOR |
| 5 | Reduction of share and participation capital | FOR |
| 6 | Elections | |
| 6.1 | Re-elections of the chairman and the members of the Board Of Directors | |
| 6.1.1 | Re-election of Mr. Ernst Tanner (as member of the Board of Directors and as chairman in the same vote) | FOR |
| 6.1.2 | Mr Antonio Bulgheroni | FOR |
| 6.1.3 | Mr Rudolf K. Sprüngli | FOR |
| 6.1.4 | Mr Franz Peter Oesch | FOR |
| 6.1.5 | Ms Elisabeth Gürtler | FOR |
| 6.1.6 | Ms Petra Schadeberg-Herrmann | FOR |
| 7 | Re-elections of the members of the Compensation & Nomination Committee | |



7.1	Mr Rudolf K. Sprüngli	FOR
7.2	Mr Antonio Bulgheroni	FOR
7.3	Ms Elisabeth Gürtler	FOR
8	Re-election of Mr Christoph Reinhardt as Independent Proxy	FOR
9	Re-election of the Auditors	FOR*
10	Vote on the total amount of compensation to the members of the Board of Directors and the Management	
10.1	Approval of the maximum total amount of compensation paid to the Board of Directors for the year in office 2015/2016	FOR
10.2	Approval of the maximum total amount of compensation paid to the Group Management and the extended Group Management for the financial year 2016	FOR
11	Adjustment of conditional capital	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.*



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