

SGS SA

Ticker:SGSN

Annual General Meeting: March 14, 2016, Théâtre du Léman (Grand Hotel Kempinski)

Overview

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

SWIPRA RECOMMENDATIONS

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|--------|---|------|
| 1. | Annual Report 2015 | |
| 1.1 | Annual Report, financial statements of SGS SA and consolidated financial statements of the SGS Group for 2015 | FOR |
| 1.2 | Advisory vote on the 2015 Remuneration report | FOR* |
| 2 | Release of the Board of Directors and of the Management | FOR |
| 3 | Appropriation of profits resulting from the balance sheet of SGS SA | FOR |
| 4 | Elections | |
| 4.1 | Elections to the Board of Directors | * |
| 4.1.1 | Re-election of Paul Desmarais, jr. | FOR |
| 4.1.2 | Re-election of August von Finck | FOR |
| 4.1.3 | Re-election of August François von Finck | FOR |
| 4.1.4 | Re-election of Ian Gallienne | FOR |
| 4.1.5 | Re-election of Cornelius Grupp | FOR |
| 4.1.6 | Re-election of Peter Kalantzis | FOR |
| 4.1.7 | Re-election of Christopher Kirk | FOR* |
| 4.1.8 | Re-election of Gérard Lamarche | FOR |
| 4.1.9 | Re-election of Sergio Marchionne | FOR |
| 4.1.10 | Re-election of Shelby R. du Pasquier | FOR |
| 4.2. | Election of the Chairman of the Board of Directors | |



4.2.1	Re-election of Sergio Marchionne	FOR
4.3.	Election to the Remuneration Committee	
4.3.1.	Re-election of August von Finck	AGAINST*
4.3.2.	Re-election of Ian Gallienne	AGAINST*
4.3.3.	Re-election of Shelby R. du Pasquier	FOR
4.4.	Election of Auditors	FOR
4.5.	Election of the Independent Proxy	FOR
5.	Remuneration Matters	
5.1	Board Remuneration until the next Annual General Meeting	FOR
5.2	Fixed Remuneration of Senior Management for the fiscal year 2017	FOR*
5.3	Annual Variable Remuneration of Senior Management for the fiscal year 2015	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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