



## Swiss Prime Site

Ticker: SPSN

Market Capitalization (YoY): CHF 4.2bn. (-8.8%)	Earnings per Share (diluted, YoY): 5.34 CHF (15.2%)
Total Shareholder Return 1y (Peers): -4.8% (6.5%)	Total Shareholder Return 3y (Peers): 15.8% (19.9%)
Operating Income Margin (YoY): 54.9% (-16.4%)	Adj. Operating Cash flow (YoY): 228.5m CHF (141.0%)

The financial indicators are as of December 31st, 2013 and changes are relative to December 31st, 2012. Market Capitalization, Earnings per Share, Adj. Operating Income Margin and Operating Cash flow are as reported in the 2013 annual report of Swiss Prime Site. Total Shareholder Return is based on own calculations.

Annual General Meeting: March 24, 2014, Congress Center, Zurich

### Overview

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

### SWIPRA RECOMMENDATIONS

- 1 Genehmigung des Jahresberichts, der Jahresrechnung von Swiss Prime Site AG und der Konzernrechnung 2013 sowie Entgegennahme der Berichte der Revisionsstelle FOR
- 2 Konsultativabstimmung über den Vergütungsbericht 2013 (*Approval of the annual report, the annual financial statements of Swiss Prime Site AG, and the consolidated financial statements and approval of the report of the Statutory Auditors*) FOR\*
- 3 Entlastung der verantwortlichen Organe für das Geschäftsjahr 2013 (*Discharge of the responsible bodies for the 2013 business year*) FOR
- 4 Beschlussfassung über die Verwendung des Bilanzgewinns (*Vote on the appropriation of available earnings*) FOR
- 5 Ausschüttung aus Reserven aus Kapitaleinlagen (*Distribution out of reserves from capital contributions*) FOR
- 6 Wahlen (*Elections*)



- 6.1 Wiederwahlen in den Verwaltungsrat (*Re-election of the Board of Directors*)
- 6.1.1 Hans Peter Wehrli FOR
- 6.1.2 Thomas Wetzel FOR
- 6.1.3 Christopher M. Chambers FOR
- 6.1.4 Bernhard Hammer FOR
- 6.1.5 Rudolf Huber FOR
- 6.1.6 Mario F. Seris FOR
- 6.1.7 Klaus R. Wecken FOR
- 6.2 Wahl des Präsidenten des Verwaltungsrats (*Election of the Chairman of the Board of Directors*) FOR
- 6.3 Wahl der Mitglieder des Vergütungsausschusses (*Election of the members of the Compensation Committee*)
- 6.3.1 Dr. Thomas Wetzel FOR
- 6.3.2 Christopher M. Chambers FOR
- 6.3.3 Mario F. Seris FOR
- 6.4 Wahl des unabhängigen Stimmrechtsvertreters (*Election of the independent proxy*) FOR
- 6.5 Wahl der Revisionsstelle (*Election of the Statutory Auditors*) FOR
- 7 Schaffung von genehmigtem Kapital (*Creation of authorized capital*) FOR
- 8 Statutenänderung (*Amendments to the Articles of Association*)
- 8.1 Abschnitt 4 (Organisation der Gesellschaft) und Abschnitt 6 (Rechnungsabschluss): Änderung der bestehenden Artikel 7, 8, 9, 10, 11, 12, 14, 15, 16, 21, 22 und 25 sowie Ergänzung der neuen Artikel 13, 20, 21, 22 und 23 (*Section 4 (organization of the company) and section 6 (financial accounts): changes of the existing items 7, 8, 9, 10, 11, 12, 14, 15, 16, 21, 22, and 25 as well as amendment of the new items 13, 20, 21, 22, and 23*) FOR
- 8.2 Abschnitte 5 A. und B. (Vergütung des Verwaltungsrats und Vergütung der Geschäftsleitung): Änderung des bestehenden Artikels 19 sowie Ergänzung der neuen Artikel 29, 30, 31 und 32 (*Section 5 A. and B. (compensation of the Board of Directors and compensation of the Executive Committee): changes of the existing item 19 as well as amendment of the new items 29, 30, 31, and 32*) FOR\*



\* As part of the SWIPRA process, debatable items can potentially be clarified via communication with the company. Based on this additional information, SWIPRA will provide a final FOR or AGAINST recommendation on each item.



## IMPORTANT NOTICE

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