



# Sika AG

Ticker:SIK

Annual General Meeting: April 14, 2015, Waldmannhalle, Baar

## Overview

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

### SWIPRA RECOMMENDATIONS

- |        |   |     |
|--------|---|-----|
| 1.     | APPROVAL OF THE ANNUAL REPORT, ANNUAL FINANCIAL STATEMENTS AND CONSOLIDATED FINANCIAL STATEMENTS FOR 2014 | FOR |
| 2.     | APPROPRIATION OF THE RETAINED EARNINGS OF SIKA AG   | FOR |
| 3.     | GRANTING DISCHARGE TO THE ADMINISTRATIVE BODIES   | FOR |
| 4.     | ELECTIONS   |     |
| 4.1.   | Re-election of the Board of Directors   |     |
| 4.1.1. | Paul J. Hälg as member  | FOR |
| 4.1.2. | Urs F. Burkard as member (representing holders of registered shares)                                      | FOR |
| 4.1.3. | Frits van Dijk as member (representing holders of bearer shares)  | FOR |
| 4.1.4. | Willi K. Leimer as member   | FOR |
| 4.1.5. | Monika Ribar as member  | FOR |
| 4.1.6. | Daniel J. Sauter as member  | FOR |
| 4.1.7. | Ulrich W. Suter as member   | FOR |
| 4.1.8. | Jürgen Tinggren as member   | FOR |
| 4.1.9. | Christoph Tobler as member  | FOR |
| 4.2.   | New election to the Board of Directors  |     |



4.2.1.	Proposal by Schenker-Winkler Holding AG	AGAINST
4.3.	Election of Chairman	
4.3.1.	Proposal by the Board of Directors	FOR
4.3.2.	Proposal by Schenker-Winkler Holding AG	AGAINST
4.4.	Re-election of the Nomination and Compensation Committee	
4.4.1.	Frits van Dijk	FOR
4.4.2.	Urs F. Burkard	FOR
4.4.3.	Daniel J. Sauter	FOR
4.5.	Election of Statutory Auditors	FOR
4.6.	Election of Independent Proxy	FOR
5.	COMPENSATION	
5.1.	Consultative vote on Compensation Report 2014	FOR
5.2.	Approval of the future compensation of the Board of Directors	FOR
5.3.	Approval of the future compensation of Group Management	FOR
6.	SEPARATE PROPOSALS BY SHAREHOLDERS	
6.1.	Proposal by Ethos to delete the Opting out Clause	FOR
6.2.	Proposal by shareholder group Cascade/Bill & Melinda Gates Foundation Trust/Fidelity/Threadneedle requesting a Special Audit	FOR
6.3.	Proposal by shareholder group Cascade/Bill & Melinda Gates Foundation Trust/Fidelity/Threadneedle requesting the appointment of Special Experts	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.*