

# Swatch Group

Ticker: UHR / UHRN

Annual General Meeting: May 11, 2016, Velodrome, Neumattstrasse 25, Grenchen

## Overview

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

## SWIPRA RECOMMENDATIONS

- |        |   |          |
|--------|---|----------|
| 1.     | Annual Report 2015  |          |
| 1.1.   | Annual Report of the Board of Directors for 2015  |          |
| 1.2.   | Financial Statements 2015 (Balance Sheet, Income Statement and Notes) and Consolidated Financial Statements 2015                                |          |
| 1.3.   | Statutory Auditors' Reports   |          |
| 1.4.   | Approval and acceptance of the said Reports and the Financial Statements  | FOR      |
| 2.     | Discharge of the Board of Directors and the Group Management Board  | FOR      |
| 3.     | Resolution for the appropriation of the available earnings  | FOR      |
| 4.     | Approval of Compensation  | *        |
| 4.1.   | Fixed compensation of the members of the Board of Directors   |          |
| 4.1.1. | Compensation for functions of the Board of Directors  | FOR      |
| 4.1.2. | Compensation for executive functions of the members of the Board of Directors   | FOR      |
| 4.2.   | Fixed compensation of the Executive Group Management Board and of the Extended Group Management Board for the business year 2016                | FOR      |
| 4.3.   | Variable compensation of the executive members of the Board of Directors for the business year 2015   | AGAINST* |
| 4.4.   | Variable compensation of the members of the Executive Group Management Board and the Extended Group Management Board for the business year 2015 | AGAINST* |



5.	Election of the members of the Board of Directors	*
5.1.	Re-election of Mrs. Nayla Hayek as member of the Board of Directors and re-election as Chair of the Board of Directors in the same vote	FOR
5.2.	Re-election of Mr. Ernst Tanner	FOR
5.3.	Re-election of Mr. Georges N. Hayek	FOR
5.4.	Re-election of Mr. Claude Nicollier	FOR
5.5.	Re-election of Mr. Jean-Pierre Roth	FOR
5.6.	Election of Mrs. Daniela Aeschlimann	AGAINST*
6.	Election to the Compensation Committee	*
6.1.	Re-election of Mrs. Nayla Hayek	AGAINST*
6.2.	Re-election of Mr. Ernst Tanner	FOR
6.3.	Re-election of Mr. Georges N. Hayek	AGAINST*
6.4.	Re-election of Mr. Claude Nicollier	AGAINST*
6.5.	Re-election of Mr. Jean-Pierre Roth	FOR
6.6.	Election of Mrs. Daniela Aeschlimann	AGAINST*
7.	Election of the Independent Representative	FOR
8.	Election of the Statutory 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

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