

AUTHORITIES IN BUSINESS MATTERS**Investments and lease/rent obligations**

Thresholds	Board	Chairman	KL
Part of the annual budget or allocated to the KL-Reserve			
• up to CHF 20 mill.			Decision
• from CHF 20 mill. up to CHF 40 mill.	Info	Decision	Request
• in excess of CHF 40 mill.	Decision		Request
Not part of annual budget			
• up to CHF 10 mill. aggregated		Info	Decision
• from CHF 10 mill. to CHF 20 mill. aggregated	Info	Decision	Request
• in excess of CHF 20 mill. aggregated	Decision		Request
Rent or lease obligations			
• up to CHF 20 mill.			Decision
• from CHF 20 mill. up to CHF 40 mill.	Info	Decision	Request
• in excess of CHF 40 mill.	Decision		Request

Real Estate transactions, including lease or rent commitments > CHF 500'000 cannot be delegated below the level of KL. Thresholds for divestments are the same as budgeted investments.

M&A

Thresholds	Board	Chairman	KL
Non-binding offer			
• up to CHF 100 mill.	Info		Decision
• from CHF 100 mill. to CHF 200 mill.	Info	Decision	Request
• in excess of CHF 200 mill.	Decision		Request
Binding undertaking			
• up to CHF 20 mill.	Info		Decision
• from CHF 20 mill. to CHF 40 mill.	Info	Decision	Request
• in excess of CHF 40 mill.	Decision		Request

M&A includes any acquisition or divestment of an interest in third party entity, including the acquisition or divestment of a non-controlling interest and joint ventures.

Financing and Incorporation of Sika Companies

Thresholds	Board	Chairman	KL
External Debt Financing (principal transaction)			
• up to CHF 50 mill.			Decision*
• from CHF 50 mill. to CHF 100 mill.	Info	Decision	Request
• in excess of CHF 100 mill.	Decision		Request
Incorporation of Sika Companies	Info		Decision
Treasury as per separate treasury policy			
Parent Company Guarantees			
▪ up to CHF 20 mill.			Decision
▪ from CHF 20 mill. to CHF 40 mill.	Info	Decision	Request
▪ in excess of CHF 40 mill.	Decision		Request

* up to CHF 10 mill. delegated to the CEO/CFO

Personnel

Thresholds	AC	NCC	Board	Chairman	KL
Board					
Decisions by General Assembly			Request		
Composition AC			Decision	Request	
Chair AC, NCC			Decision	Request	
Secretary to the Board		Request	Decision		
Remuneration Chairman, Board			Decision*		
CEO					
▪ Appointment and dismissal		Request	Decision		
▪ Terms		Request	Decision*		
Other Group Management members					
▪ Appointment and dismissal		Request	Decision		
▪ Terms		Request	Decision*		
Other Direct Reports CEO					
▪ Appointment and dismissal		Info		Decision	
▪ Terms		Info		Decision	
Member Sika Senior Management					
Appointment and dismissal					Decision
Area Managers, General Managers					
▪ Appointment and dismissal					Decision
▪ Terms					Decision
Auditor					
▪ Terms	Decision				
Signatories of Sika AG to be registered in the Commercial Register					
• Appointment, dismissal			Decision		Request

*within the limits set by the General Assembly and the Articles of Association