# INVITATION TO THE ANNUAL GENERAL MEETING OF SIKA AG

Tuesday, April 17, 2018 1.00 p.m., at the Waldmannhalle, Baar Doors open: 12.00 p.m.



# DEAR SHAREHOLDERS.

The Board of Directors is pleased to invite you to the Annual General Meeting of Sika AG, to be held on Tuesday, April 17, 2018 at 1.00 p.m. at the Waldmannhalle, Baar.

#### AGENDA AND PROPOSALS BY THE BOARD OF DIRECTORS

# 1. APPROVAL OF THE ANNUAL FINANCIAL STATEMENTS AND CONSOLIDATED FINANCIAL STATEMENTS FOR 2017

**Proposal by the Board of Directors.** On the basis of the Report of the Statutory Auditors, the Board of Directors proposes unanimously that the annual financial statements and the consolidated financial statements for the year 2017 be approved.

**Notes.** The report of the Board of Directors and Group Management is included in the annual report, which may be obtained by shareholders and is also available on the Internet at www.sika.com, under the heading Publications. All holders of registered shares who are entered in the share register are also automatically sent the annual report.

The income statement of Sika AG shows income of CHF 500.5 million, an operating result of CHF 438.7 million, a net profit before taxes of CHF 1,436.8 million and a net profit of CHF 1,348.4 million. The balance sheet total increased by CHF 1,201.4 million to CHF 4,549.0 million. Shareholders' equity amounted to CHF 3,518.7 million at the end of the year. The consolidated financial statements show a net profit of CHF 649.0 million. An operating profit of CHF 896.3 million and operating free cash flow of CHF 496.8 million were generated on net sales of CHF 6,248.3 million. In its reports to the Annual General Meeting, Ernst & Young AG recommends that the annual financial statements of Sika AG and the consolidated financial statements be approved. In the opinion of the auditors, the consolidated financial statements give a true and fair view of the Group's assets, financial situation and earnings in accordance with the International Financial Reporting Standards and comply with Swiss law.

# 2. APPROPRIATION OF THE RETAINED EARNINGS OF SIKA AG

**Proposal by the Board of Directors.** The Board of Directors proposes to the Annual General Meeting unanimously the following appropriation of retained earnings:

in CHF mn

Composition of retained earnings	
Net profit for the year	1,348.4
Results carried forward from prior year	1,993.2
Total at the disposal of Annual General Meeting	3,341.6
Dividend payment	
Dividend payment out of the profit brought forward <sup>1</sup>	281.8
Results carried forward	3,059.8

<sup>&</sup>lt;sup>1</sup> Dividend payment for shares entitled to dividends (without treasury shares at December 31, 2017).

**Notes.** No allocation was made to the general statutory reserve as it currently already exceeds 20% of the share capital. On approval of this proposal, the following dividend will be paid, representing a 15.6% increase on the previous year's distribution:

in CHF	Gross dividend	35% withholding tax	Net dividend
Bearer share <sup>2</sup> nominal value CHF 0.60	111.00	38.85	72.15
Registered share <sup>2</sup> nominal value CHF 0.1	.0 18.50	6.48	12.03

<sup>&</sup>lt;sup>2</sup> Treasury shares are not entitled to vote and do not qualify for a dividend.

Payment of the dividend is expected to occur as from Monday, April 23, 2018. Registered shareholders will receive payment at the address provided to the company for purposes of dividend distribution. Holders of bearer shares who have deposited their shares in a bank deposit will receive the dividend from their account keeping bank or custodian bank. Holders of bearer shares who keep their shares at home or in a safe deposit box (home depositors) will receive the dividend upon presentation of coupons no. 2 for bearer shares.

# 3. GRANTING DISCHARGE TO THE ADMINISTRATIVE BODIES

### 3.1. Granting discharge to the Board of Directors

**Proposal by the Board of Directors.** The Board of Directors proposes by a majority that the following members of the Board of Directors be discharged, subject to the outcome of the ongoing Special Audit:

- 3.1.1 Urs F. Burkard
- 3.1.2 Frits van Dijk
- 3.1.3 Paul J. Hälg
- 3.1.4 Willi K. Leimer
- 3.1.5 Monika Ribar
- 3.1.6 Daniel J. Sauter
- 3.1.7 Ulrich W. Suter
- 3.1.8 Jürgen Tinggren
- 3.1.9 Christoph Tobler

#### 3.2. Granting discharge to the Group Management

**Proposal by the Board of Directors.** The Board of Directors proposes unanimously that the members of the Group Management be discharged, subject to the outcome of the ongoing Special Audit.

#### 4. ELECTIONS

#### 4.1. Re-election of the Board of Directors

**Proposal by the Board of Directors.** The Board of Directors proposes by a majority that the following persons be re-elected to the Board of Directors for a term of office of one year:

- 4.1.1 Paul J. Hälg as a member
- 4.1.2 Urs F. Burkard as a member (representing holders of registered shares)
- 4.1.3 Frits van Dijk as a member (representing holders of bearer shares)
- 4.1.4 Willi K. Leimer as a member
- 4.1.5 Monika Ribar as a member
- 4.1.6 Daniel J. Sauter as a member
- 4.1.7 Ulrich W. Suter as a member
- 4.1.8 Jürgen Tinggren as a member
- 4.1.9 Christoph Tobler as a member

**Notes.** Ms. Ribar and Messrs. Hälg, van Dijk, Sauter, Suter and Tobler will only accept their election subject to all of them being re-elected and Mr. Hälg also being elected as Chairman of the Board of Directors.

# 4.2. New election to the Board of Directors

**Proposal by Schenker-Winkler Holding AG.** Schenker-Winkler Holding AG proposes that Jacques Bischoff be elected to the Board of Directors for a term of office of one year.

**Response of the Board of Directors.** The Board of Directors recommends by a majority that the proposal by Schenker-Winkler Holding AG be rejected.

## 4.3. Election of the Chairman

**4.3.1 Proposal by the Board of Directors.** The Board of Directors proposes by a majority that Paul J. Hälg be re-elected Chairman of the Board of Directors for a term of office of one year.

**4.3.2 Proposal by Schenker-Winkler Holding AG.** Schenker-Winkler Holding AG proposes that Jacques Bischoff be elected Chairman of the Board of Directors for a term of office of one year.

**Response of the Board of Directors.** The Board of Directors recommends by a majority that the proposal by Schenker-Winkler Holding AG be rejected.

**Notes.** Mr. Hälg will only accept his election if Ms. Ribar and Messrs. van Dijk, Sauter, Suter and Tobler are re-elected to the Board of Directors.

## 4.4. Re-election of the Nomination and Compensation Committee

**Proposal by the Board of Directors.** The Board of Directors proposes by a majority that the following be re-elected to the Nomination and Compensation Committee for a term of office of one year:

- 4.4.1 Frits van Dijk
- 4.4.2 Urs F. Burkard
- 4.4.3 Daniel J. Sauter

**Notes.** Messrs. van Dijk and Sauter will only accept their election if both of them, or, in their place, Ms. Ribar or Messrs. Suter or Tobler, are re-elected to the Nomination and Compensation Committee.

## 4.5. Election of Statutory Auditors

**Proposal by the Board of Directors.** The Board of Directors proposes unanimously that Ernst & Young AG be appointed Statutory Auditors for the 2018 financial year.

# 4.6. Election of Independent Proxy

**Proposal by the Board of Directors.** The Board of Directors proposes unanimously that Jost Windlin, attorney-at-law and notary in Zug, be appointed independent proxy until the close of the next Annual General Meeting.

# 5. COMPENSATION

# 5.1. Approval of the compensation of the Board of Directors for the term of office from the 2015 Annual General Meeting until the 2016 Annual General Meeting

**Proposal by the Board of Directors.** The Board of Directors proposes by a majority that a total amount of CHF 2.87 million in compensation for the nine-member Board of Directors be approved for the term of office from the close of the 2015 Annual General Meeting until the close of the 2016 Annual General Meeting.

**Notes.** The total amount corresponds to the compensation to be actually paid for the respective term of office and includes base compensation as well as remuneration for work on the two Board committees and breaks down as follows:

# in TCHF

Total	2,870
Social security contributions <sup>3</sup>	215
Share-based compensation <sup>2</sup>	725
Fixed compensation <sup>1</sup>	1,930

Includes base compensation, committee remuneration and lump-sum representation expenses (Chairman of the Board of Directors).
 Market value on grant date (start of year of office, 2015 Annual General Meeting). The figure given here does not reflect any change in share price between the grant date and definitive allocation (end of year of office, 2016 Annual General Meeting).

Approval of the proposed amount of compensation for members of the Board of Directors is in accordance with art. 11 of the Articles of Association and in keeping with the Ordinance against Excessive Compensation in Listed Companies. Further details on the principles of compensation for the Board of Directors can be found in the 2015 and 2016 Compensation Reports (which can be accessed on the Internet at www.sika.com, under the heading Publications).

<sup>&</sup>lt;sup>3</sup> Includes employer contributions to social security in respect of fixed and share-based compensation (based on market value on grant date).

# 5.2. Approval of the compensation of the Board of Directors for the term of office from the 2016 Annual General Meeting until the 2017 Annual General Meeting

**Proposal by the Board of Directors.** The Board of Directors proposes by a majority that a total amount of CHF 2.87 million in compensation for the nine-member Board of Directors be approved for the term of office from the close of the 2016 Annual General Meeting until the close of the 2017 Annual General Meeting.

**Notes.** The total amount corresponds to the compensation to be actually paid for the respective term of office and includes base compensation as well as remuneration for work on the two Board committees and breaks down as follows:

#### in TCHF

Fixed compensation <sup>1</sup>	1,930
Share-based compensation <sup>2</sup>	725
Social security contributions <sup>3</sup>	215
Total	2,870

 $<sup>^{</sup>m 1}$  Includes base compensation, committee remuneration and lump-sum representation expenses (Chairman of the Board of Directors).

Approval of the proposed amount of compensation for members of the Board of Directors is in accordance with art. 11 of the Articles of Association and in keeping with the Ordinance against Excessive Compensation in Listed Companies. Further details on the principles of compensation for the Board of Directors can be found in the 2016 and 2017 Compensation Reports (which can be accessed on the Internet at www.sika.com, under the heading Publications).

# 5.3. Approval of the compensation of the Board of Directors for the term of office from the 2017 Annual General Meeting until the 2018 Annual General Meeting

**Proposal by the Board of Directors.** The Board of Directors proposes by a majority that a total amount of CHF 2.9 million in compensation for the nine-member Board of Directors be approved for the term of office from the close of the 2017 Annual General Meeting until the close of this 2018 Annual General Meeting.

**Notes.** The total amount corresponds to the compensation to be actually paid for the expired term of office and includes base compensation as well as remuneration for work on the two Board committees and breaks down as follows:

## in TCHF

Fixed compensation <sup>1</sup>	1,930
Share-based compensation <sup>2</sup>	750
Social security contributions <sup>3</sup>	220
Total	2,900

Includes base compensation, committee remuneration and lump-sum representation expenses (Chairman of the Board of Directors).
 Market value on grant date (start of year of office, 2017 Annual General Meeting). The figure given here does not reflect any change in

Approval of the proposed amount of compensation for members of the Board of Directors is in accordance with art. 11 of the Articles of Association and in keeping with the Ordinance against Excessive Compensation in Listed Companies. Further details on the principles of compensation for the Board of Directors can be found in the 2017 Compensation Report (which can be accessed on the Internet at www.sika.com, under the heading Publications).

# 5.4. Consultative vote on the 2017 Compensation Report

**Proposal by the Board of Directors.** The Board of Directors proposes unanimously that the 2017 Compensation Report be approved (non-binding consultative vote).

**Notes.** The Compensation Report incorporates the basic principles for the compensation of the Board of Directors and Group Management as well as the remuneration of the members of these two bodies for the 2017 financial year. The Board of Directors is submitting the Compensation Report to shareholders for a consultative vote. The Compensation Report can be found on pages 53 to 72 of the Annual Report. The Annual Report can be accessed on the Internet at www.sika.com, under the heading Publications.

<sup>&</sup>lt;sup>2</sup> Market value on grant date (start of year of office, 2016 Annual General Meeting). The figure given here does not reflect any change in share price between the grant date and definitive allocation (end of year of office, 2017 Annual General Meeting).

Includes employer contributions to social security in respect of fixed and share-based compensation (based on market value on grant date).

share price between the grant date and definitive allocation (end of year of office, 2018 Annual General Meeting).

Includes employer contributions to social security in respect of fixed and share-based compensation (based on market value on grant date).

## 5.5. Approval of the future compensation of the Board of Directors

**Proposal by the Board of Directors.** The Board of Directors proposes by a majority that a maximum total amount of CHF 3.0 million in compensation for the nine-member Board of Directors be approved for a term of office of one year until the close of the next Annual General Meeting.

**Notes.** The proposed maximum amount is unchanged from the maximum amount proposed for the respective previous year at the 2017 Annual General Meeting, at the 2016 Annual General Meeting, at the 2015 Annual General Meeting and at the Extraordinary General Meeting which took place on July 24, 2015. The total amount includes base compensation as well as remuneration for work on the two Board committees, and is expected to break down as follows:

#### in TCHF

Fixed compensation <sup>1</sup>	2,030
Share-based compensation <sup>2</sup>	750
Social security contributions <sup>3</sup>	220
Total	3,000

<sup>&</sup>lt;sup>1</sup> Includes base compensation, committee remuneration and lump-sum representation expenses (Chairman of the Board of Directors).

The compensation actually paid will be disclosed in the 2018 and 2019 Compensation Reports, which will be submitted to shareholders for a consultative vote.

Approval of the maximum total amount of compensation for members of the Board of Directors is in accordance with art. 11 of the Articles of Association and in keeping with the Ordinance against Excessive Compensation in Listed Companies. Further details on the principles of compensation for the Board of Directors can be found in the 2017 Compensation Report (which can be accessed on the Internet at www.sika.com, under the heading Publications).

# 5.6. Approval of the future compensation of Group Management

**Proposal by the Board of Directors**. The Board of Directors proposes unanimously that a maximum total amount of CHF 18 million in compensation for the eight-member Group Management be approved for the financial year 2019.

**Notes.** The total amount comprises fixed compensation including employer contributions to social security and pension funds (BVG), the maximum amount of the performance bonus as well as the maximum Performance Share Unit allocation under the long-term participation plan, valued on the allocation date. The total amount is expected to break down as follows:

#### in TCHF

Total	18,000
Performance Share Units (PSU) <sup>3</sup>	3,800
Performance bonus <sup>2</sup>	5,400
Fixed compensation <sup>1</sup>	8,800

Includes fixed compensation and expected employer contributions to social security (based on the above maximum amounts and the market value of the Performance Share Units on the allocation date) and employer contributions to pension funds (BVG).
 Maximum value of bonus payout based on the assumption that all performance targets up to the maximum payout multiplier have been

The compensation actually paid will be disclosed in the 2019 Compensation Report and submitted to shareholders for a consultative (non-binding) vote at the 2020 Annual General Meeting.

Approval of the maximum total amount of compensation for members of Group Management is in accordance with art. 11 of the Articles of Association and in keeping with the Ordinance against Excessive Remuneration in Listed Companies. Further details on the principles of compensation for Group Management can be found in the 2017 Compensation Report (which can be accessed on the Internet at www.sika.com, under the heading Publications).

Market value on grant date (start of year of office, 2018 Annual General Meeting). The figure given here does not reflect any change in share price between the grant date and definitive allocation (end of year of office, 2019 Annual General Meeting).

Includes expected employer contributions to social security in respect of fixed and share-based compensation (based on market value on grant date).

Maximum value of bonus payout based on the assumption that all performance targets up to the maximum payout multiplier have beer reached.

<sup>&</sup>lt;sup>3</sup> The allocation of Performance Share Units is calculated on the basis of the determined amount of allocation and the share price on the allocation date. The figure given here assumes maximum target attainment, which results in the target number of originally allocated Performance Share Units being multiplied by a maximum payout multiplier of 100%. The figure given here does not factor in share price changes during the vesting period (period between grant date and vesting date).

#### 6. SPECIAL EXPERTS COMMITTEE

# 6.1. Confirmation of the appointment of Jörg Riboni as Special Expert

**Proposal by the Board of Directors.** The Board of Directors proposes by a majority that the appointment of Mr. Jörg Riboni as Special Expert be confirmed.

**Notes.** The Special Experts Committee pursuant to article 731a paragraph 3 of the Swiss Code of Obligations was appointed by the 2015 Annual General Meeting to oversee and review and investigate the future conduct of business of Sika AG. At the 2016 Annual General Meeting the term of office of the Special Experts was extended until the 2020 Annual General Meeting. As Mr. Peter Spinnler resigned from the Special Experts Committee for health reasons, the remaining Special Experts appointed Mr. Jörg Riboni as new Special Expert on December 5, 2016. In accordance with the resolution of the 2015 Annual General Meeting the appointment of Mr. Jörg Riboni is subject to confirmation by the Annual General Meeting.

# 6.2. Proposal by shareholder group Cascade Investment, L.L.C., Bill & Melinda Gates Foundation Trust, Fidelity Worldwide Investment and Threadneedle Investments regarding extension of the term of office of the appointed Special Experts and increase of the advance payment

The shareholder group Cascade Investment, L.L.C., Bill & Melinda Gates Foundation Trust, Fidelity Worldwide Investment and Threadneedle Investments submits the following proposal:

- "1. The terms of office of each Peter Montagnon and Jörg Walther who have been appointed as Special Experts of Sika AG pursuant to article 731a Swiss Code of Obligations by the annual general meeting of Sika AG held on 14 April 2015 under agenda item 6.3 ('2015 AGM Resolution'), which consequently were extended at the annual general meeting held on 12 April 2016 under agenda item 6, and of Jörg Riboni who was elected as a new Special Expert of Sika AG in replacement of Peter Spinnler pursuant to paragraph 3.e) of the 2015 AGM Resolution (and whose election is to be confirmed based on a separate proposal by the board of Sika AG) shall be further extended until the annual general meeting to be held in 2022.
- 2. The advance payment of CHF 1,000,000 to meet the expenses of the Special Expert Committee and its advisors stipulated in the second sentence of paragraph 4 of the 2015 AGM Resolution shall be increased to CHF 5,000,000.
- 3. The 2015 AGM Resolution otherwise remains unchanged and in full force."

**Notes of the shareholder group.** At the 2015 annual general meeting shareholders appointed the special experts to oversee and review and investigate the future conduct of business of Sika AG and its subsidiaries relating to Schenker-Winkler Holding AG and its affiliates and other closely related persons and/ or the Compagnie de Saint-Gobain and its affiliates and other closely related persons. Paragraph 2 of the 2015 AGM Resolution provides that the term of office of each Special Expert shall be until the 2017 annual general meeting unless further extended by the general meeting. At the annual general meeting of Sika AG held on 12 April 2016, the extension of the term of office of the Special Experts until the annual general meeting 2020 was approved under agenda item 6.

At the annual general meeting held on 11 April 2017, the shareholders were informed that the Special Expert Peter Spinnler was released from his duties due to health reasons. In accordance with paragraph 3.e) of the 2015 AGM Resolution, the remaining Special Experts appointed on 5 December 2016 Jörg Riboni as a replacement Special Expert. Such appointment is subject to confirmation at the general meeting. In light of the fact that the proposed sale of the Sika stake held by Schenker-Winkler Holding AG has not been completed to date, a further extension of the term of office of the Special Experts until the 2022 annual general meeting is warranted in order to protect the company, its business and public shareholders. To this date, neither the Burkard family nor Saint-Gobain have provided any constructive proposals to address the concerns of the current management of Sika and the public shareholders. Under these circumstances, it is still possible that the Special Expert Committee will enter its active status. The Special Expert Committee anticipates that this could apply not only in the event that Saint-Gobain completes the transaction but also if, upon a withdrawal by Saint-Gobain, the Burkard family imposes a new board of Sika AG and a new direction on the company. If, in either of these circumstances, a new board fails to cooperate with the Special Expert Committee, the Special Expert Committee concluded that the amount in escrow of CHF 1,000,000 may prove to be insufficient to cover the expenses of the Special Expert Committee and its advisers. The proposed increase of the advance payment to CHF 5,000,000 shall ensure that the Special Expert Committee has the necessary means available to effectively perform its task.

**Response of the Board of Directors.** The Board of Directors recommends by a majority that the proposal be approved.

#### 7. PROPOSAL BY SCHENKER-WINKLER HOLDING AG REGARDING SPECIAL AUDIT

Schenker-Winkler Holding AG submits the following proposal:

"A special audit be conducted on the following questions:

- a. As a member of the Board of Directors of Sika, did Ms. M. Ribar consider beforehand the compatibility of her mandate as a member of the board of directors of Capoinvest Ltd. with the interests of Sika and its shareholders, her duty of care and loyalty, Sika's articles of association, and Sika's Code of Conduct? If yes, when did this consideration take place and what was the result for which reasons? Based on which facts did she make this assessment?
- b. To which persons of the Board of Directors, Group Management and Secretariat of the Board of Directors did Ms. M. Ribar disclose her position on the board of directors of Capoinvest Ltd.? When did she inform the respective persons? Did she disclose that J.C. Bastos is the beneficial owner of Capoinvest Ltd.? Did members of the Board of Directors, Group Management and Secretariat otherwise become aware of Ms. M. Ribar's mandate as a member of the board of directors of Capoinvest Ltd. before being informed by Ms. M. Ribar? If yes, when and how did they become aware of it? At which point in time did each member of the Board of Directors know about J.C. Bastos' previous conviction?
- c. What did the Board of Directors do when it became aware of Ms. M. Ribar's mandate as a member of the board of directors of Capoinvest Ltd.?
- d. Why was Ms. M. Ribar's mandate as a member of the board of directors of Capoinvest Ltd., which she held between May 2015 and June 2016 and for which she was paid an amount of CHF 100,000, not disclosed in the 2015 annual report and the 2015 corporate governance report published in 2016, respectively?
- e. How did the Board of Directors reconcile the concealment of Ms. M. Ribar's mandate as a member of the board of directors of Capoinvest Ltd. and the waiver of publication of the mandate in the annual report or in the corporate governance report with article 15 (example of superiors) and article 17 of the Code of Conduct (newspaper rule: 'Would you do it if it appeared on the front page of your local newspaper with all details?')?
- f. Did Ms. M. Ribar combine her activities for Capoinvest Ltd. in Angola with visiting Sika facilities in Angola? If yes, which persons of the Board of Directors, Group Management and Secretariat did know about the combination of these activities? What benefits (incl. expenses) were paid to Ms. M. Ribar in connection with these visits to Sika in Angola?
- g. What were the benefits (incl. expenses) paid to each member of the Board of Directors in 2015, 2016 and 2017?"

**Response of the Board of Directors.** The Board of Directors recommends by a majority that the proposal be rejected.

#### **FURTHER INFORMATION**

**Issue of the annual report.** The 2017 annual report of Sika AG, comprising the annual and the consolidated financial statements and the report of the Statutory Auditors, will be available for inspection by shareholders from March 20, 2018 at the company's registered office at Zugerstrasse 50, 6341 Baar. Any shareholder may request that a copy of these documents be issued to him forthwith. The annual report is sent to registered shareholders automatically; holders of bearer shares may obtain it from Sika AG, phone +41 58 436 68 00, e-mail: sikagroup@ch.sika.com.

Attendance at the Annual General Meeting. Only those holders of registered shares entered in the share register as at April 12, 2018 are entitled to vote at the Annual General Meeting. Individual admission cards will be sent to them two weeks prior to the Annual General Meeting. No further registrations of voting rights will be carried out in the period from April 13 to April 17, 2018. Registered shareholders who were registered with voting rights as at April 13, 2018, but who sold their shares prior to the Annual General Meeting, lose their shareholder rights in respect of the shares sold. At the entrance, they will receive a new admission card corresponding to their current holding of shares.

Holders of bearer shares wishing to attend, or have themselves represented at, the Annual General Meeting may obtain their admission card from their custodian bank between March 21, 2018 and April 12, 2018 at the latest. Holders of bearer shares who have not deposited their shares with a custodian bank will receive their admission card directly at the Annual General Meeting upon presentation of their shares or share certificates.

The custodian banks will obtain the admission cards through Computershare Schweiz AG, Sika AG, P.O. Box, CH-4601 Olten, phone +41 62 205 77 50, fax +41 62 205 77 91, e-mail: timo.schori@computershare.ch, by submitting a blocking confirmation and will then send the admission cards to the shareholders. The shares in question will remain blocked until after the end of the Annual General Meeting.

**Representation by proxy at the Annual General Meeting.** Shareholders not attending the Annual General Meeting in person may appoint a proxy. Shareholders wishing to appoint the independent proxy Mr. Jost Windlin, attorney-at-law and notary, Zwicky, Windlin & Partner, are requested to submit their admission card, including power of attorney and written voting instructions, to Computershare Schweiz AG, Sika AG, P.O. Box, CH-4601 Olten, at the latest by 12.00 p.m. (noon) on April 16, 2018.

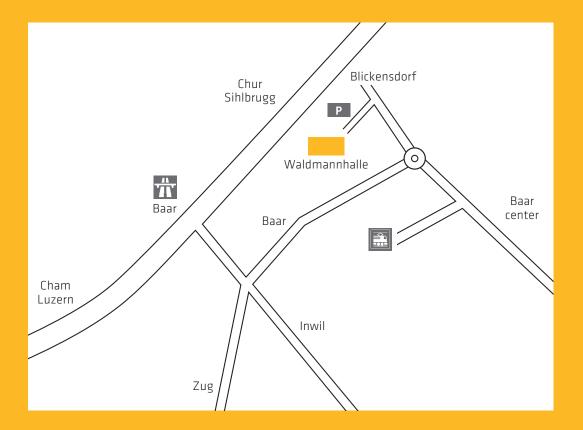
Remote electronic voting by issuing authorizations and instructions to the independent proxy. Shareholders may cast their votes remotely by issuing electronic authorizations and instructions to the independent proxy at investor.sherpany.com. The necessary login data is enclosed with the meeting materials supplied to shareholders. Shareholders thus have the option of voting in person, through a proxy, or remotely by issuing electronic authorizations and instructions to the independent proxy. Shareholders may use the online proxy voting, or change any instructions they may have issued electronically, up to but

no later than 11.59 p.m. on Sunday, April 15, 2018.

Baar, March 20, 2018

Sincerely Sika AG On behalf of the Board of Directors

Dr. Paul Hälg, Chairman



# **VENUE**

Waldmannhalle, Neugasse 55, 6340 Baar

# CATERING

You will receive a warm snack and lunch box at the start of the event.

# **HOW TO GET THERE**

By car:

Exit A4a, direction Baar

# By public transport:

Take the S-Bahn from Zurich, Zug or Lucerne to Baar. Doors open at 12.00 p.m. (noon). Between 11.30 a.m. and 12.45 p.m. a bus service will be provided from Baar station. A return service will be available until the end of the event.

