



END OF DISPUTE - GEARED UP FOR ACCELERATED GROWTH

MEDIA AND ANALYSTS PRESENTATION
MAY 11, 2018

BUILDING TRUST



HIGHLIGHTS

- Transfer of control premium to all shareholders
- Transaction immediately EPS accretive to all shareholders
- Implementation of efficient capital structure
- Creation of modern governance model
- Acceleration of Sika's growth strategy

TRANSACTION STRUCTURE

- One comprehensive transaction
- Premium of CHF 754 million (23.3%) to compensate for control
- Implementation of the transaction in two steps:
 - Sika acquires 6.97% stake for CHF 2.08 billion (for cancellation)
 - After 2 years (lock-up), right of first refusal for 10.75% at all times (at market)
- Transaction is fully funded by UBS
- Strong S&P investment grade credit rating maintained

EXTRAORDINARY SHAREHOLDERS MEETING ON JUNE 11, 2018

- Cancellation of 6.97% shares by way of capital reduction
- Introduction of single class registered shares (“one share, one vote”)
- Share split 1:60
- Remove opting-out
- Remove transfer restriction
- Discontinue Special Expert Committee

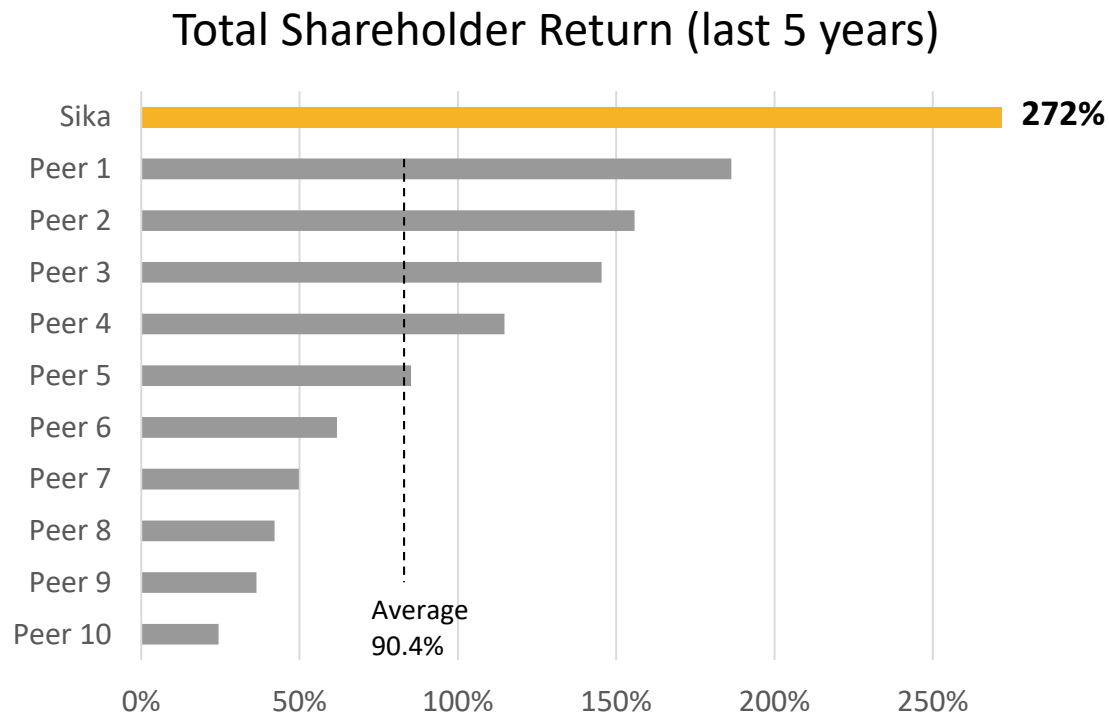
FINANCIAL IMPACT ON SIKA

- Strong Balance Sheet with efficient capital structure
- Continued strong operating cash flow generation
- Ample flexibility to support future growth
- Transaction immediately EPS accretive

SAINT-GOBAIN AS SHAREHOLDER

- Saint-Gobain holds 10.75% stake in Sika
- Fully supports introduction of “one-share, one-vote”
- Bound by lock-up, stand-still and offer obligations:
 - lock-up (2 years)
 - stand-still (up to 10.75% for 4 years, up to 12.875% for 6 years)
 - Shares first to be offered to Sika (up to 12.875% for 6 years and up to 10.75 % afterwards)
 - No public tender for Sika for 6 years
- No representation on the Board

SIKA'S TOTAL SHAREHOLDER RETURN OUTPERFORMING PEERS



Sika created

3x

the average
shareholder return
of the peer group

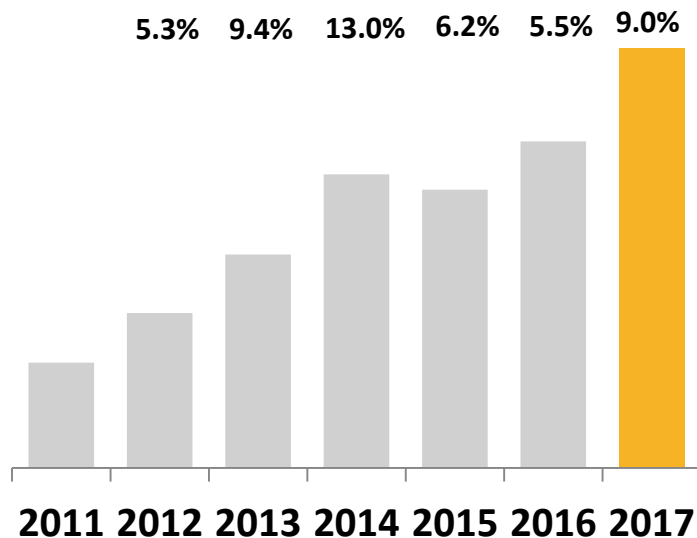
SIKA – AN ONGOING SUCCESS STORY



UNINTERRUPTED OPERATIVE STRENGTH

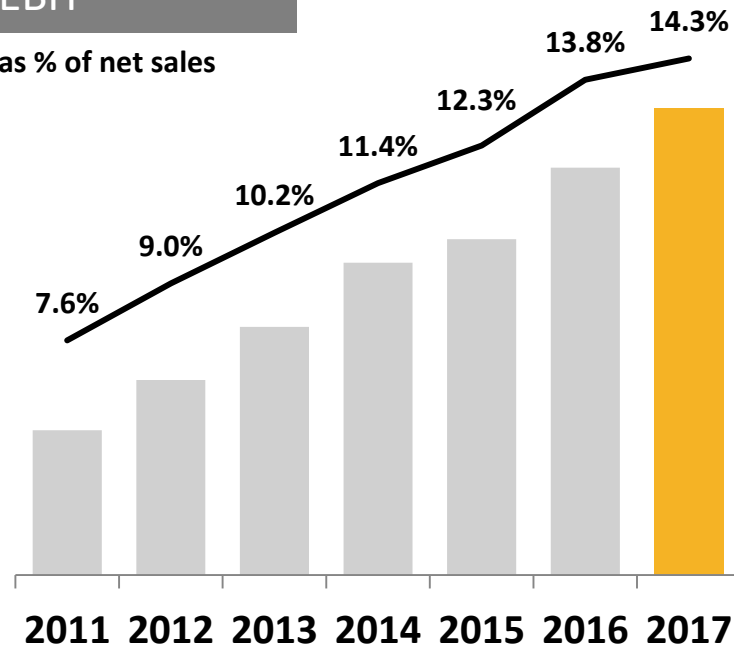
NET SALES

% growth in local currencies



EBIT

as % of net sales



EXCELLENT TRACK RECORD SINCE 2015

Market Penetration



- Successful Target Market concept
- Megatrends driving growth

Innovation



- 217 new patents filed
- 20 Global Technology Centers

Emerging Markets



- 27 new plants opened
- 11 new national subsidiaries

Acquisitions



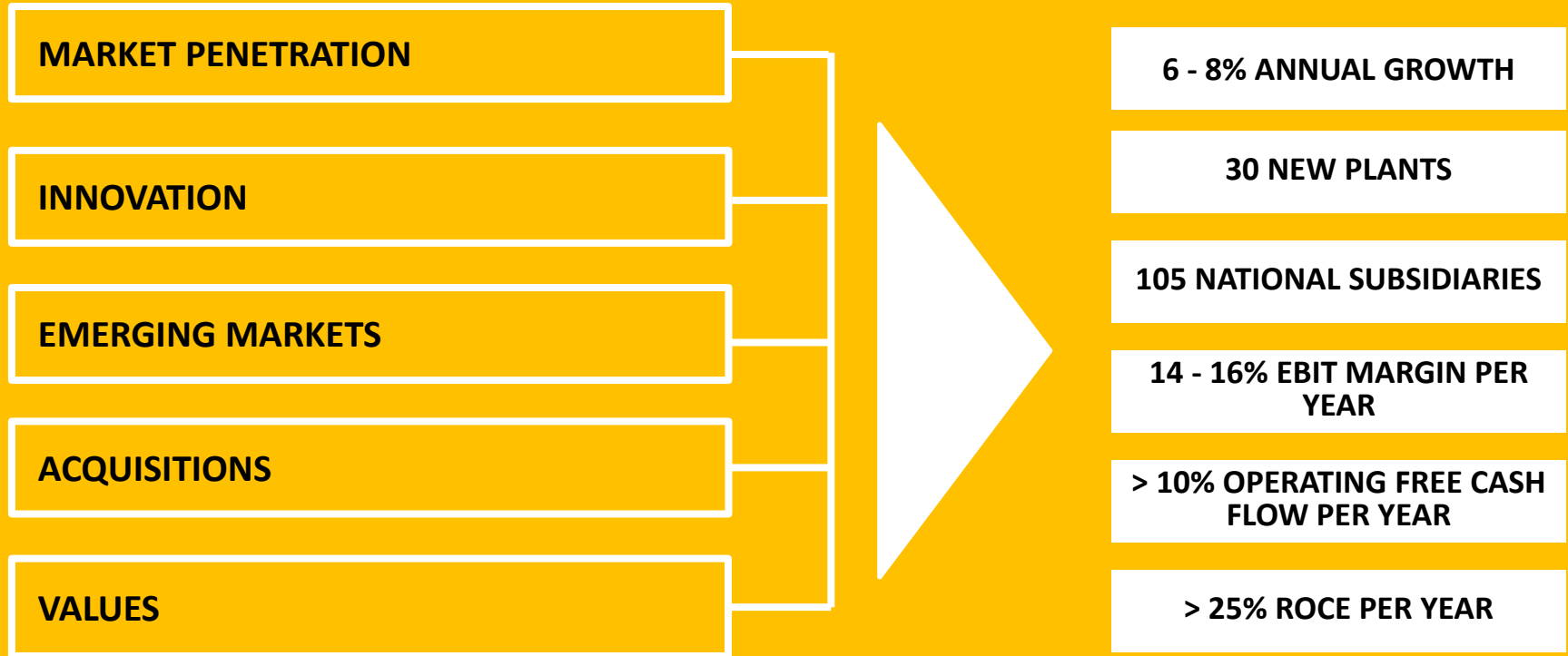
- 17 acquisitions in all regions
- CHF 705 million sales added

Values



- Strong corporate culture
- High employee loyalty

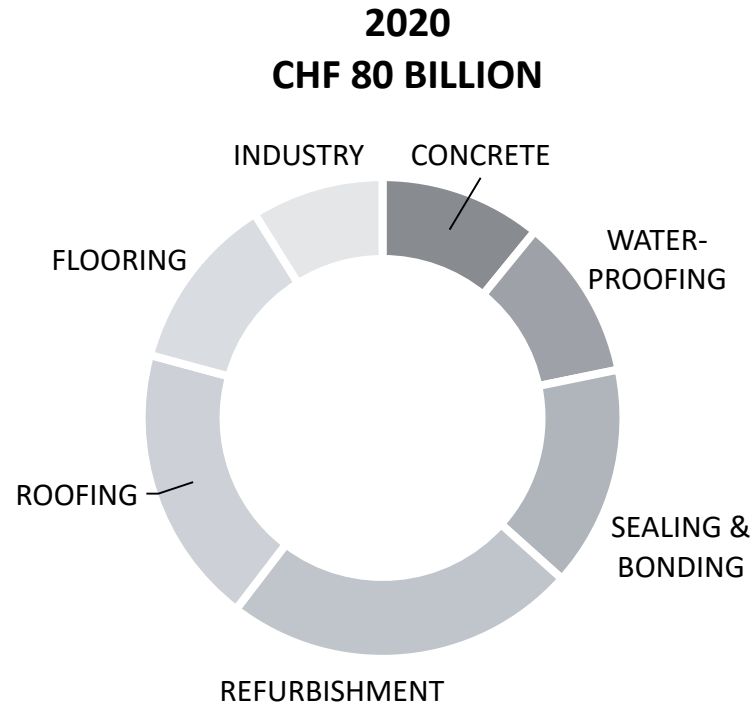
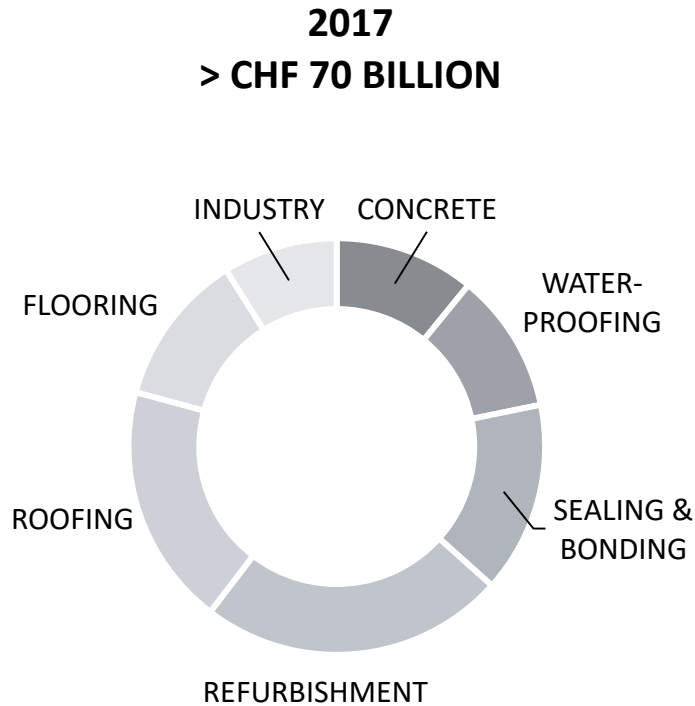
SIKA'S GROWTH STRATEGY 2020 CONFIRMED TO BE REVIEWED AND UPDATED IN 2019



SIKA'S MARKET POTENTIAL

LARGE AND GROWING MARKET SEGMENTS

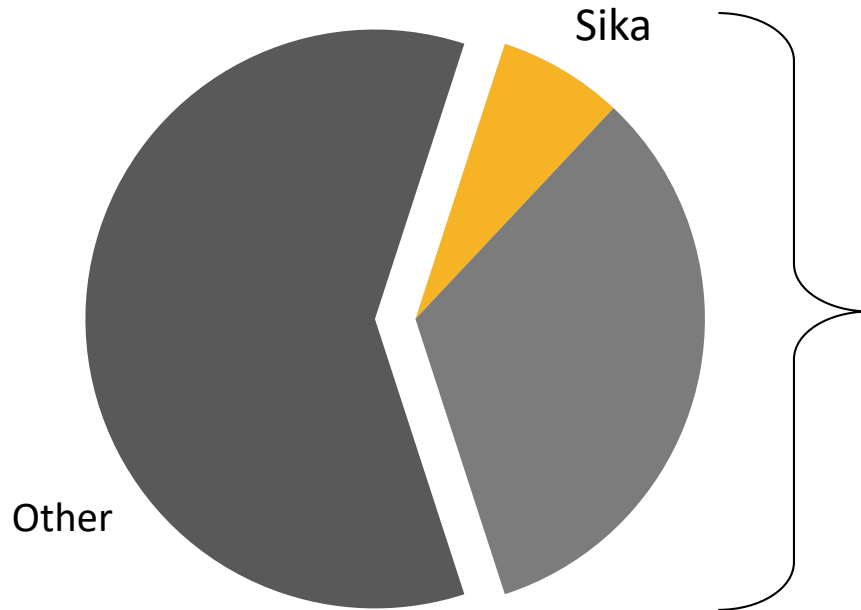
TOTAL MARKET SIZE



SIKA WILL ACT AS MARKET CONSOLIDATOR

FRAGMENTATION OFFERS ACQUISITION OPPORTUNITIES

CONSTRUCTION CHEMICAL MARKET 2017
> CHF 60 BILLION



**Top 10 companies with a
combined market share of 40%**

STRONG OUTLOOK FOR 2018

CONTINUATION OF SUCCESSFUL GROWTH STRATEGY

- Strong growth continued in the first 4 months
- Sales increase of more than 10% expected with a sales target of CHF 7 billion in 2018
- Volatile and rising raw material prices will continue to be a challenge
- Overproportional growth in profit expected for the year 2018 as a whole

SUMMARY

- Transfer of control premium to all shareholders
- Transaction immediately EPS accretive to all shareholders
- Acceleration of Sika's growth strategy, review of targets 2020 and beyond
- Implementation of efficient capital structure
- Creation of modern governance model



THANK YOU FOR YOUR ATTENTION

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FORWARD-LOOKING STATEMENT

This presentation contains certain forward-looking statements. These forward-looking statements may be identified by words such as 'expects', 'believes', 'estimates', 'anticipates', 'projects', 'intends', 'should', 'seeks', 'future' or similar expressions or by discussion of, among other things, strategy, goals, plans or intentions. Various factors may cause actual results to differ materially in the future from those reflected in forward-looking statements contained in this presentation, among others:

- Fluctuations in currency exchange rates and general financial market conditions
- Interruptions in production
- Legislative and regulatory developments and economic conditions
- Delay or inability in obtaining regulatory approvals or bringing products to market
- Pricing and product initiatives of competitors
- Uncertainties in the discovery, development or marketing of new products or new uses of existing products, including without limitation negative results of research projects, unexpected side-effects of pipeline or marketed products
- Increased government pricing pressures
- Loss of ability to obtain adequate protection for intellectual property rights
- Litigation
- Loss of key executives or other employees
- Adverse publicity and news coverage.

Any statements regarding earnings per share growth are not a profit forecast and should not be interpreted to mean that Sika's earnings or earnings per share for this year or any subsequent period will necessarily match or exceed the historical published earnings or earnings per share of Sika.

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