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## **FEDERAL ADMINISTRATIVE COURT CONFIRMS VALIDITY OF OPTING-OUT CLAUSE**

According to a press release published today, the Federal Administrative Court rejected the appeal filed by the shareholder group William H. Gates III and Melinda French Gates (as Trustees of the Bill & Melinda Gates Foundation Trust) and Cascade Investment. With this decision the Federal Administrative Court confirmed FINMA's decision pursuant to which the opting-out clause, according to article 5 of Sika AG's articles of association, is applicable to the proposed acquisition of Schenker-Winkler Holding AG by Saint-Gobain and Saint-Gobain is not obliged to submit a public tender offer to all shareholders of Sika AG. Sika itself did not appeal the FINMA decision and was not a party to the proceedings before the Federal Administrative Court.

The now completed takeover proceedings only concern the issue of the opting-out and do not concern the issue of whether article 4 of the articles of association also applies to the indirect sale of the Sika stake by the family Burkard. This latter issue is at the core of the civil proceedings pending in Zug.

### **SIKA CORPORATE PROFILE**

Sika is a specialty chemicals company with a leading position in the development and production of systems and products for bonding, sealing, damping, reinforcing and protecting in the building sector and the motor vehicle industry. Sika has subsidiaries in 91 countries around the world and manufactures in over 160 factories. Its approximately 17,000 employees generated annual sales of CHF 5.6 billion in 2014.