

INVITATION TO THE ANNUAL GENERAL MEETING OF SIKA AG

Tuesday, March 24, 2026

4.00 p.m., at Zurich Convention Center, Zurich

Doors open: 3.00 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, March 24, 2026 at 4.00 p.m. at Zurich Convention Center, Zurich.

AGENDA AND PROPOSALS BY THE BOARD OF DIRECTORS

1. APPROVAL OF THE ANNUAL FINANCIAL STATEMENTS AND CONSOLIDATED FINANCIAL STATEMENTS FOR 2025

Proposal by the Board of Directors. On the basis of the Report of the Statutory Auditors, the Board of Directors proposes that the annual financial statements and the consolidated financial statements for the year 2025 be approved.

Notes. The report of the Board of Directors and Group Management is included in the annual report, which is available on the Internet at www.sika.com, under the heading Investors.

The income statement of Sika AG shows income of CHF 1,420.4 million, an operating result of CHF 623.3 million, a net profit before taxes of CHF 541.7 million and a net profit of CHF 526.9 million. The balance sheet total decreased by CHF 371.5 million to CHF 10,436.6 million. Shareholders' equity amounted to CHF 4,516.2 million at the end of the year. The consolidated financial statements show a net profit of CHF 1,045.3 million. An operating profit of CHF 1,493.2 million and operating free cash flow of CHF 1,356.1 million were generated on net sales of CHF 11,201.3 million. In its reports to the Annual General Meeting, KPMG 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 AVAILABLE EARNINGS AND REPAYMENT OF RESERVES FROM CAPITAL CONTRIBUTION OF SIKA AG

Notes. The Board of Directors proposes that a distribution in total amounting to CHF 3.70 per share be made. For this, CHF 1.85 is to be distributed from available earnings and CHF 1.85 from reserves from capital contributions as follows:

2.1. Appropriation of available earnings

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

in CHF mn	2025
Composition of available earnings	
Profit brought forward	1,422.1
Net profit for the year	526.9
Available earnings	1,949.0
Dividend payment	
Dividend payment out of the available earnings	296.9
To be carried forward	1,652.1

Notes. As the legal retained earnings currently exceed 20% of the shareholders' equity, a further allocation to the reserve was waived. For further notes see the notes to agenda item 2.2.

2.2. Repayment of reserves from capital contribution

Proposal by the Board of Directors. The Board of Directors proposes to the Annual General Meeting the following repayment of reserves from capital contribution:

in CHF mn	2025
Repayment of reserves from capital contribution	
Reserves from capital contribution	2,391.2
Repayment of reserves from capital contribution	296.9
To be carried forward	2,094.3

Notes. Provided that the proposals of the Board of Directors are approved, the distribution will in total amount to CHF 3.70 per share (representing a 2.8% increase on the previous year's distribution). Half of the distribution, i.e. CHF 1.85, will be distributed from the reserves from capital contribution and the other half, i.e. CHF 1.85, from the available earnings. The portion of the distribution from the reserves from capital contribution is paid out without deduction of the Swiss withholding tax and is exempt from the income tax for individual investors resident in Switzerland who hold the shares as personal assets. After payment of the Swiss withholding tax of 35% on the portion of the gross dividend from the available earnings, a net distribution in the amount of CHF 3.05 per share will be paid out. The net distribution will be paid as from March 30, 2026. The appropriation of the available earnings and the distribution of the dividend are based on the annual financial statements audited by the auditors and to be approved under agenda item 1.

3. GRANTING DISCHARGE TO THE ADMINISTRATIVE BODIES

Proposal by the Board of Directors. The Board of Directors proposes that the responsible members of the administrative bodies be discharged.

Notes. Pursuant to art. 698 para. 2 section 7 CO, the discharge of the members of the Board of Directors and Group Management is one of the inalienable powers of the General Meeting of shareholders. The Company is not aware of any facts that would oppose a full discharge.

4. ELECTIONS

A detailed curriculum vitae of each member of the Board of Directors proposed for election is provided in the section "Leadership" on pages 175–184 of the annual report. The annual report is available on the Internet at www.sika.com, under the heading Investors.

4.1. Re-election of the Board of Directors

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

4.1.1 Thierry F.J. Vanlancker as a member

Notes. Thierry F.J. Vanlancker has been a member of the Board of Directors since 2019 and Chair of the Board since 2024. He is considered independent in accordance with the Swiss Code of Best Practice for Corporate Governance of Economiesuisse.

4.1.2 Viktor W. Balli as a member

Notes. Viktor W. Balli has been a member of the Board of Directors since 2019. He is considered independent in accordance with the Swiss Code of Best Practice for Corporate Governance of Economiesuisse. Viktor W. Balli is also a member of the Audit Committee and the Sustainability Committee.

4.1.3 Lucrèce Foufopoulos-De Ridder as a member

Notes. Lucrèce Foufopoulos-De Ridder has been a member of the Board of Directors since 2022. She is considered independent in accordance with the Swiss Code of Best Practice for Corporate Governance of Economiesuisse. Lucrèce Foufopoulos-De Ridder is also the Chair of the Sustainability Committee.

4.1.4 Justin M. Howell as a member

Notes. Justin M. Howell has been a member of the Board of Directors since 2018. He is considered independent in accordance with the Swiss Code of Best Practice for Corporate Governance of Economiesuisse. Justin M. Howell is also the Chair of the Nomination and Compensation Committee.

4.1.5 Gordana Landén as a member

Notes. Gordana Landén has been a member of the Board of Directors since 2022. She is considered independent in accordance with the Swiss Code of Best Practice for Corporate Governance of Economiesuisse. Gordana Landén is also a member of the Nomination and Compensation Committee.

4.1.6 Thomas Aebischer as a member

Notes. Thomas Aebischer has been a member of the Board of Directors since 2024. He is considered independent in accordance with the Swiss Code of Best Practice for Corporate Governance of Economiesuisse. Thomas Aebischer is also the Chair of the Audit Committee.

4.1.7 Kwok Wang Ng as a member

Notes. Kwok Wang (called Frankie) Ng has been a member of the Board of Directors since 2025. He is considered independent in accordance with the Swiss Code of Best Practice for Corporate Governance of Economiesuisse. Frankie Ng is also a member of the Audit Committee.

4.2. Election to the Board of Directors

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

4.2.1 Barbara Frei as a member

Notes. Barbara Frei (born 1970) is an internationally experienced leader with proven expertise in industry, technology, digitalization, and sustainability. She has led large, complex organizations and oversaw major transformation processes within global industrial corporations. Barbara Frei will contribute to the Board of Directors with her deep technical and digital expertise combined with strategic leadership skills and extensive experience in global markets. From 2021 until early 2026, she served as Executive Vice President Industrial Automation and member of the Executive Committee of Schneider Electric, a global leader in energy management and automation. During her 10-year tenure with Schneider Electric, she held various management positions, including President for the DACH region and Executive Vice President Europe Operations. She began her professional career at ABB, where she held several international leadership positions in the automation and process industries. Barbara Frei holds a PhD from ETH Zurich as well as an MBA from the IMD Business School in Lausanne. She is a Swiss citizen.

She is considered independent in accordance with the Swiss Code of Best Practice for Corporate Governance of Economiesuisse.

4.2.2 Lukas Gähwiler as a member

Notes. Lukas Gähwiler (born 1965) has served as Vice Chairman of the Board of UBS Group AG since 2022. Following the acquisition of Credit Suisse Group in 2023, he also acted as Chairman of the Board of Credit Suisse AG until 2024. Previously, he was Chairman of the Board of UBS Switzerland AG from 2017 to 2022 and a member of the Group Executive Board of UBS Group AG as well as President UBS Switzerland from 2010 to 2016. Prior to joining UBS, Lukas Gähwiler worked for Credit Suisse for over twenty years, most recently as Chief Credit Officer in Global Private and Corporate Banking. He brings extensive leadership and industry experience in all areas of banking, as well as a strong institutional and political network, particularly in Switzerland. Lukas Gähwiler holds a bachelor's degree in business administration from the University of Applied Sciences in St. Gallen and has completed an MBA program at the International Bankers School in New York and an Advanced Management Program at the Harvard Business School. He is a Swiss citizen.

Lukas Gähwiler is Vice Chairman of the Board of Directors of Pilatus Aircraft Ltd. and a member of the Board of Directors of Ringier AG. In April 2026, he will be stepping down from his UBS mandate. He is considered independent in accordance with the Swiss Code of Best Practice for Corporate Governance of Economiesuisse.

4.3. Election of the Chair of the Board of Directors

Proposal by the Board of Directors. The Board of Directors proposes that Thierry F.J. Vanlancker be re-elected as Chair of the Board of Directors for a term of office of one year.

Notes. Since the 2024 Annual General Meeting, Thierry F.J. Vanlancker has been the Chair of the Board of Directors. For his curriculum vitae, see the introduction to agenda item 4 and the notes to agenda item 4.1.1.

4.4. Election of the Nomination and Compensation Committee

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

4.4.1 Justin M. Howell as a member

4.4.2 Gordana Landén as a member

4.4.3 Lukas Gähwiler as a member

Notes. For the curricula vitae of Justin M. Howell, Gordana Landén and Lukas Gähwiler, see the introduction to agenda item 4 and notes to agenda items 4.1.4, 4.1.5 and 4.2.2. Justin M. Howell has been a member of the Nomination and Compensation Committee since 2018 and Gordana Landén since 2022. Lukas Gähwiler is newly proposed for election to the Nomination and Compensation Committee. If re-elected as a member of the Nomination and Compensation Committee, Justin M. Howell shall be reappointed as the Chair of this Committee.

4.5. Election of Statutory Auditors

Proposal by the Board of Directors. The Board of Directors proposes that KPMG AG be elected as Statutory Auditors for the 2026 financial year.

Notes. KPMG AG has its registered office in Zug. It has confirmed to the attention of the Board of Directors that it possesses the required independence to exercise the mandate.

4.6. Election of Independent Proxy

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

Notes. Jost Windlin is an attorney-at-law and notary in Zug. He has confirmed to the attention of the Board of Directors that he possesses the required independence to exercise the mandate.

5. APPROVAL OF THE SUSTAINABILITY REPORT

Proposal by the Board of Directors. The Board of Directors proposes that the 2025 Sustainability Report be approved.

Notes. Sika AG is obliged to submit the Sustainability Report to shareholders for approval. The report covers environmental matters, in particular the CO₂ targets, social issues, employee-related issues, respect for human rights and combating corruption, and in particular provides a comprehensive overview of the results achieved by the company in 2025 with regard to its sustainability goals. At the same time, it shows the sustainability impact for further material topics, such as operations, systems and products, employees, suppliers, customers, and communities, as well as the planet. The Sustainability Report can be found on pages 38–174 of the annual report. The annual report is available on the Internet at www.sika.com, under the heading Investors.

6. COMPENSATION

6.1. Consultative vote on the 2025 Compensation Report

Proposal by the Board of Directors. The Board of Directors proposes that the 2025 Compensation Report be approved.

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 corporate bodies for the 2025 financial year. The Board of Directors is submitting the Compensation Report to the shareholders for a consultative vote. The Compensation Report can be found on pages 194–215 of the annual report. The annual report is available on the Internet at www.sika.com, under the heading Investors.

6.2. Approval of the future compensation of the Board of Directors

Proposal by the Board of Directors. The Board of Directors proposes that a maximum total amount of CHF 3.7 million in compensation for the Board of Directors consisting of nine members be approved for a term of office of one year until the close of the next Annual General Meeting.

Notes. The increase in the proposed total amount is due to the proposed increase in the number of members of the Board of Directors by one member. The total amount includes the annual board retainer as well as remuneration for work on the three Board committees, and is expected to break down as follows:

in TCHF

Compensation in cash ¹	1,750
Share-based compensation ²	1,750
Social security contributions ³	200
Total	3,700

¹ Includes the cash portion of the annual board retainer and the committee fees, as well as the lump sum representation expenses (for the Chair of the Board of Directors).

² Includes the share-based portion of the annual board retainer and the committee fees, based on the market value on grant date (start of year of office, 2026 Annual General Meeting; art 11 para. 3 section 2 of the Articles of Association). The figure given here does not reflect any change in share price between the grant date and vesting date (end of year of office, 2027 Annual General Meeting).

³ Includes expected employer contributions to social security to the extent that they result in a benefit entitlement. Contributions that do not result in an increase of the benefit entitlement are not included.

The compensation actually paid will be disclosed in the 2026 and 2027 Compensation Reports, which will be submitted to shareholders for a consultative vote.

The 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 the law. Further details on the principles of compensation for the Board of Directors can be found in the 2025 Compensation Report, which is available on the Internet at www.sika.com, under the heading Investors.

6.3. Approval of the future compensation of Group Management

Proposal by the Board of Directors. The Board of Directors proposes that a maximum total amount of CHF 26.0 million in compensation for Group Management consisting of eight members be approved for the financial year 2027.

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 Performance Share Unit allocation under the Long Term Incentive Plan, based on their fair value on the grant date. The proposed total amount is unchanged in comparison with the total amount proposed for the financial year 2026. The total amount is expected to break down as follows:

in TCHF

Fixed compensation ¹	8,600
Performance bonus ²	10,700
Performance Share Units (PSU) ³	6,700
Total	26,000

¹ Includes fixed compensation, benefits, employer contributions to social security to the extent that they result in a benefit entitlement (contributions that do not result in a benefit entitlement are not included) as well as expected employer contributions to pension funds (BVG).

² Maximum value of bonus payout based on the assumption that all performance targets up to the maximum payout multiplier of 200% have been reached.

³ The allocation of Performance Share Units is calculated based on the fair value at grant of the Performance Share Units. The maximum payout multiplier of the Performance Share Units corresponds to 200%. The figure given here does not factor in the maximum payout multiplier nor the share price changes during the vesting period (period between grant date and vesting date).

The compensation actually paid will be disclosed in the 2027 Compensation Report, which will be submitted to shareholders for a consultative vote.

The 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 the law. Further details on the principles of compensation for Group Management can be found in the 2025 Compensation Report, which is available on the Internet at www.sika.com, under the heading Investors.

FURTHER INFORMATION

Annual report. The 2025 annual report of Sika AG, comprising the annual and the consolidated financial statements and the report of the Statutory Auditors, can be viewed and downloaded online at www.sika.com/annualreport.

Attendance at the Annual General Meeting. Only shareholders entered in the share register as at March 19, 2026 are entitled to vote at the Annual General Meeting. Shareholders have the option of voting in person, through a proxy, or remotely by issuing authorizations and instructions to the independent proxy.

Shareholders entered in the share register up to and including March 17, 2026 as shareholders with voting rights will receive, together with the invitation to the Annual General Meeting, a reply card that they can use to order the admission card or to issue a proxy. Further, they will receive information on e-voting together with the individual one-time code to access the voting website www.gvmanager-live.ch/sika. Shareholders are requested to send the reply card to the share register of Sika AG (Sika AG, c/o Devigus Shareholder Services, Birkenstrasse 47, 6343 Rotkreuz) by March 20, 2026 at the latest. Shareholders whose registration in the share register with voting rights is made on or after March 18, 2026 and who wish to attend the Annual General Meeting are asked to contact the share register of Sika AG.

No further registrations of voting rights will be carried out in the period from March 20, 2026 to March 24, 2026. Shareholders who are registered with voting rights as at March 20, 2026, but who sell their shares prior to the Annual General Meeting, will lose their shareholder rights in respect of the shares sold. Shareholders whose shareholding changes between March 20, 2026 and March 24, 2026 and who have already received an admission card will not receive a new admission card but a voting device with their current shareholding at the admission counter of the Annual General Meeting. Proxies will be changed automatically.

Representation by proxy at the Annual General Meeting. Shareholders not attending the Annual General Meeting in person may be represented by a third party. In order to grant a proxy to a representative, the shareholder must fully specify the relevant person on the reply card. Shareholders are requested to send the reply card to the share register of Sika AG (Sika AG, c/o Devigus Shareholder Services, Birkenstrasse 47, 6343 Rotkreuz) by March 20, 2026 at the latest. The admission card will then be sent to the proxy. The Board of Directors shall decide on the recognition of the proxy.

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 www.gvmanager-live.ch/sika. 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, March 22, 2026.

Live stream and questions of shareholders. The Annual General Meeting will be broadcast live on the Sika website (www.sika.com/live). In addition, shareholders will be given the opportunity to ask questions live during the Annual General Meeting via an online platform. Shareholders wishing to ask questions via the online platform are requested to complete the registration form available with the individual access code under the following link up to but no later than 11.59 p.m. on Sunday, March 22, 2026: www.gvmanager-live.ch/sika. Further information on the right to submit questions, including the authentication process and the use of the data provided by the shareholder can be found under www.sika.com/speaker. **Shareholders are explicitly made aware that it is not permitted to exercise shareholder rights through the online platform www.gvmanager-live.ch/sika and that the online participation opportunity does not constitute a Virtual Annual General Meeting within the meaning of art. 701d CO. Shareholder rights can exclusively be exercised by attending the Annual General Meeting in person or through a third party or the independent proxy.** Shareholders are also made aware that the Board of Directors expressly reserves the right to take position on the questions in aggregated or individual form or to limit the speech time.

Baar, February 24, 2026

Sincerely
Sika AG
On behalf of the Board of Directors

A handwritten signature in black ink, appearing to read 'Thierry F.J. Vanlancker', with a long horizontal flourish extending to the right.

Thierry F.J. Vanlancker, Chair of the Board of Directors

SIKA AGM 2026

ZÜRICH CONVENTION CENTER



VENUE

Zurich Convention Center, Claridenstrasse 5, 8002 Zurich



HOW TO GET THERE

By public transport

We recommend traveling by public transport. From Zurich's main station, take tram no. 11 to Bürkliplatz or tram 7 or 13 to Stockerstrasse and then walk a short distance to the Zurich Convention Center.



By car

There is no parking available at the Zurich Convention Center. Please use nearby car parks such as Park Hyatt, Bleicherweg, Stockerhof or Opéra.



CATERING

We are pleased to invite you to a standing reception at the end of the event.

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