



WELCOME TO THE ANNUAL GENERAL MEETING OF SIKA AG

March 24, 2026

BUILDING TRUST



CONSTITUTION

Annual General Meeting of March 24, 2026

VOTE COUNTERS

Caroline Inauen (Lead)

Alex Aeschbach

Tim Berendsen

Luzia Christen

Sidonie Danielsson

Regina Durrer

Tim Förschler

Pascal Knecht

Sanja Kostic

Corinne Lenggenhager

Melanie Schmid

Monique Wehner

Artemis Hintermüller

Isabel Siegrist



REQUEST TO SPEAK

AGENDA

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

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

Under Agenda Item 1:

Our Year 2025 / Outlook for 2026 Thomas Hasler, CEO

Sika in Data centers Ivo Schädler, Head of Construction

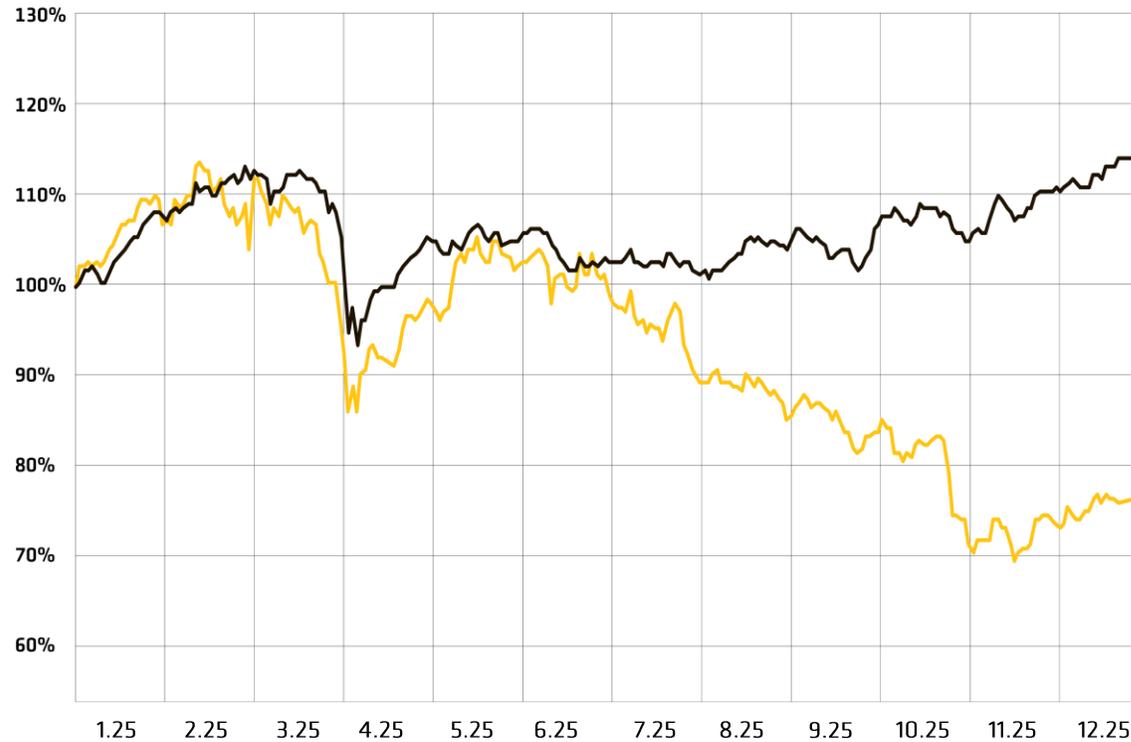
STRATEGY EXECUTION

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

THE SIKA SHARE DEVELOPMENT IN 2025

- SMI: +14.1
- Dow Jones: +13.4%
- Sika: -23.6%

SIKA vs. SMI
1.1.2025-31.12.2025

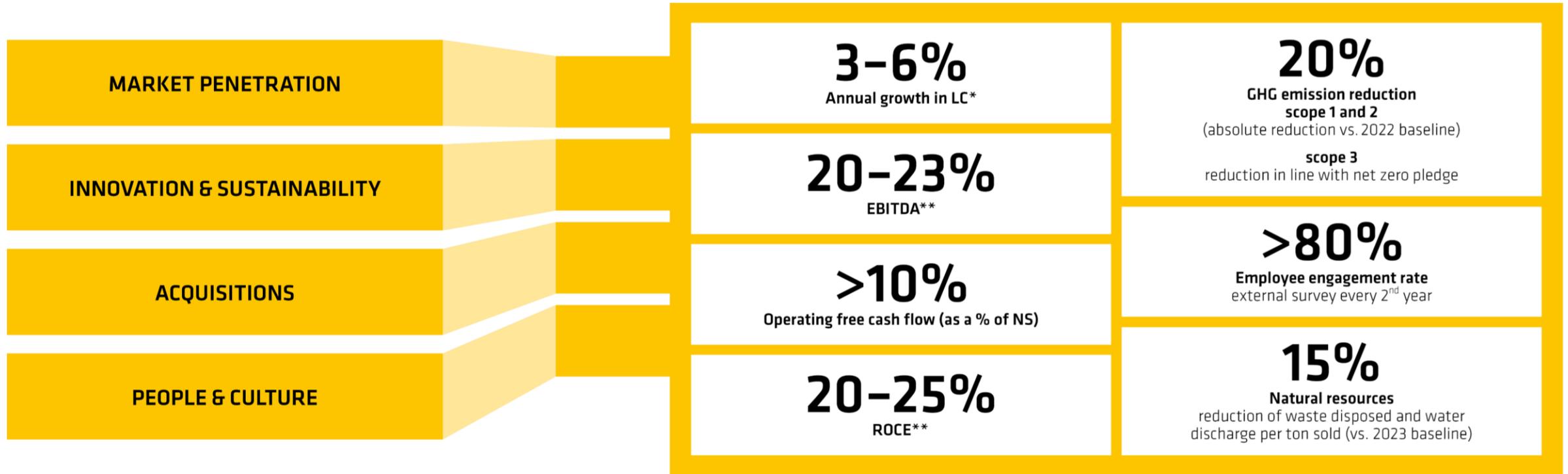


Sika share
SMI



STRATEGY 2028

GAIN SHARE AND OUTGROW THE MARKET, PROFITABILITY



*Sika's growth above market, including bolt-on acquisitions

**Once MBCC synergies materialized



ATTRACTIVE FRAGMENTED MARKET

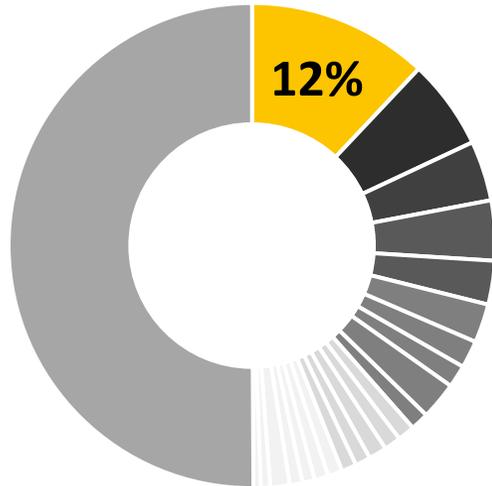
GLOBAL LEADER IN A CHF 100 BILLION INDUSTRY

Sika Market Share 12%

2x size of closest peer

Sika Target Markets

Value-add product focus



Top 30 competitors (incl. Sika) account for

50% of market

Concrete



Waterproofing



Roofing



Building Finishing



Flooring & Coating



Sealing & Bonding



Engineered Refurbishment

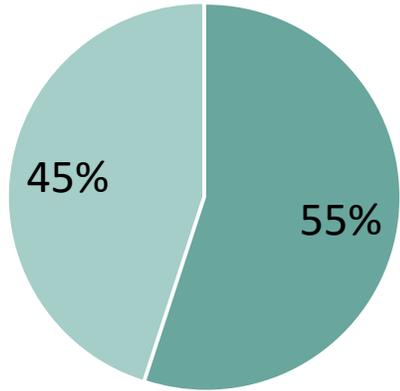
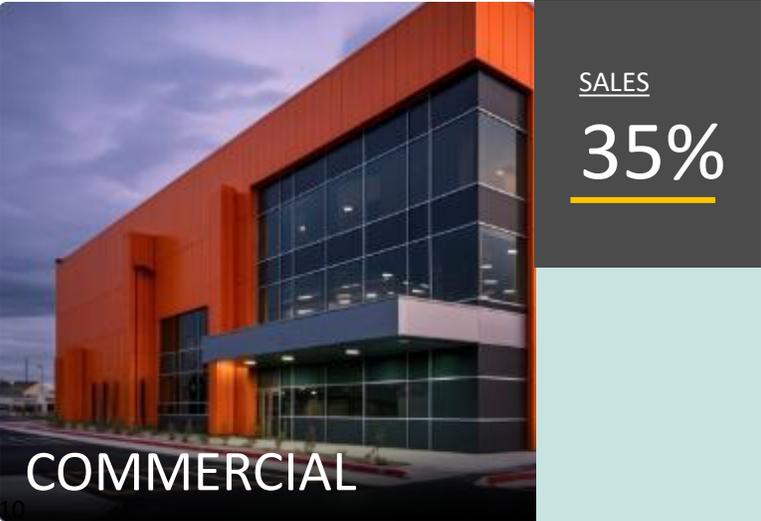


Industry

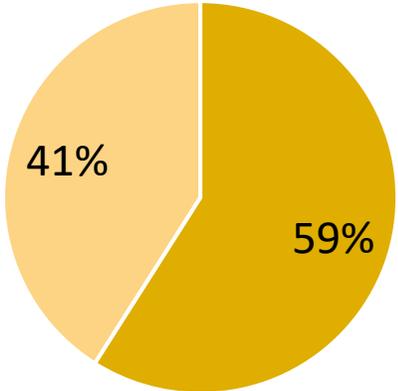


BALANCED BUSINESS MIX

DIVERSIFIED EXPOSURE SUPPORTS RESILIENCE



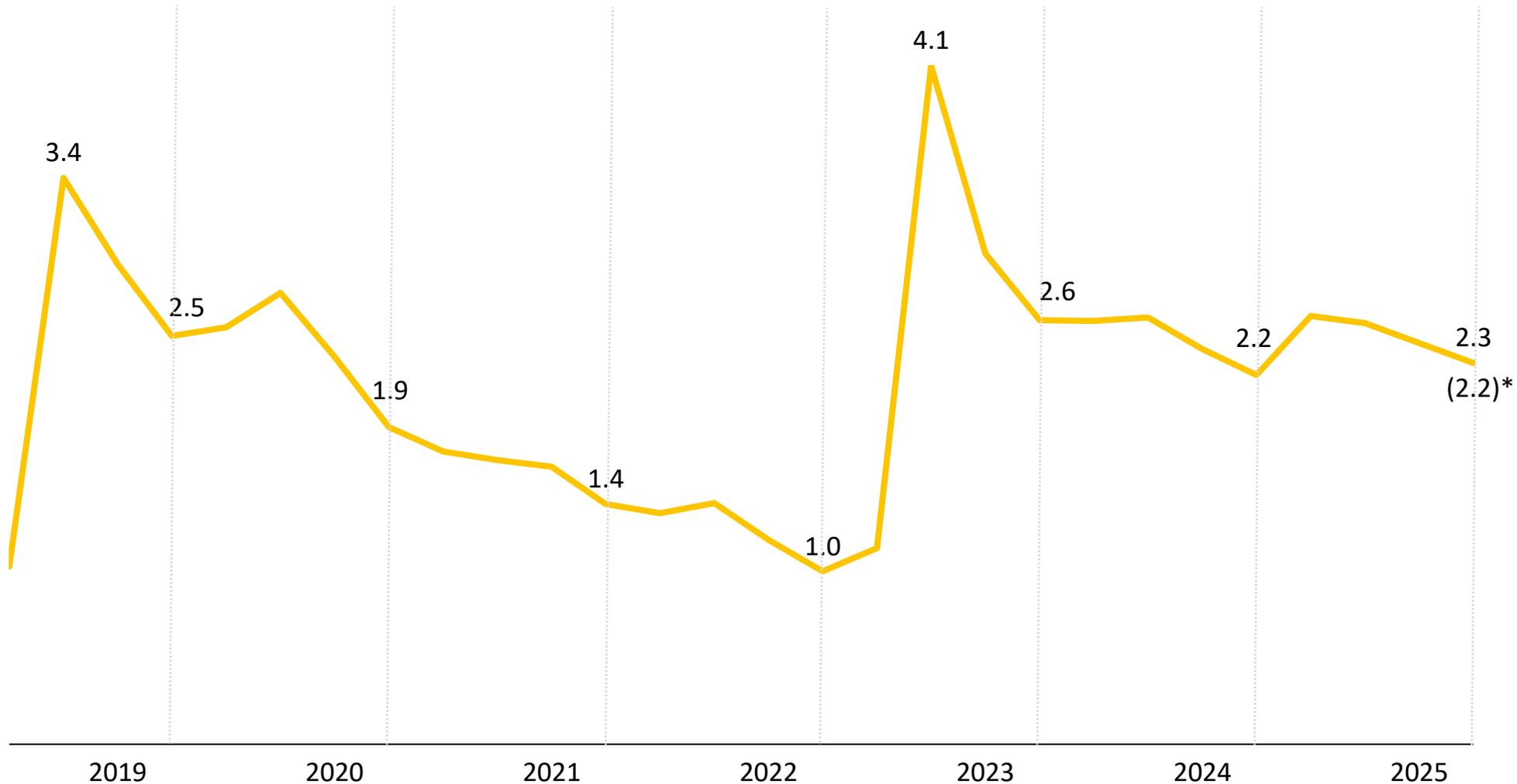
■ New Build ■ Refurbishment



■ Emerging Markets ■ Mature Markets



NET DEBT/EBITDA DEVELOPMENT IN LINE WITH STRONG INVESTMENT GRADE RATING



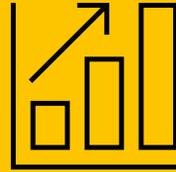
(*) excl. Fast Forward impact in 2025



CAPITAL ALLOCATION POLICY

PRIORITY GIVEN TO HIGH, LONG-TERM VALUE CREATION

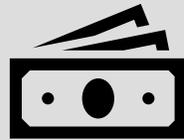
1 Invest in the Business



- Capital Expenditure
- Bolt-on Acquisitions

- Organic investment in footprint expansion, capacity, and efficiency
- Bolt-on acquisitions create additional growth platforms and attractive equity returns

2 Attractive Dividend



- Dividend Growth

- Progressive dividend policy

3 Healthy Balance Sheet



- Strong Investment Grade Rating

- Net debt/EBITDA ratio of 1.3-2.3
- Maintain strong cash flow and deleveraging profile
- Opportunistic share buybacks

VALUE CREATION THROUGH M&A

M&A CONTRIBUTING TO GROWTH AND PROFITABILITY

Pre-synergy multiple (EBITDA)



Post-synergy multiple (EBITDA)



MULTIPLE IMPROVEMENT DRIVEN BY

**Accelerated Revenue
and Cost Synergies**

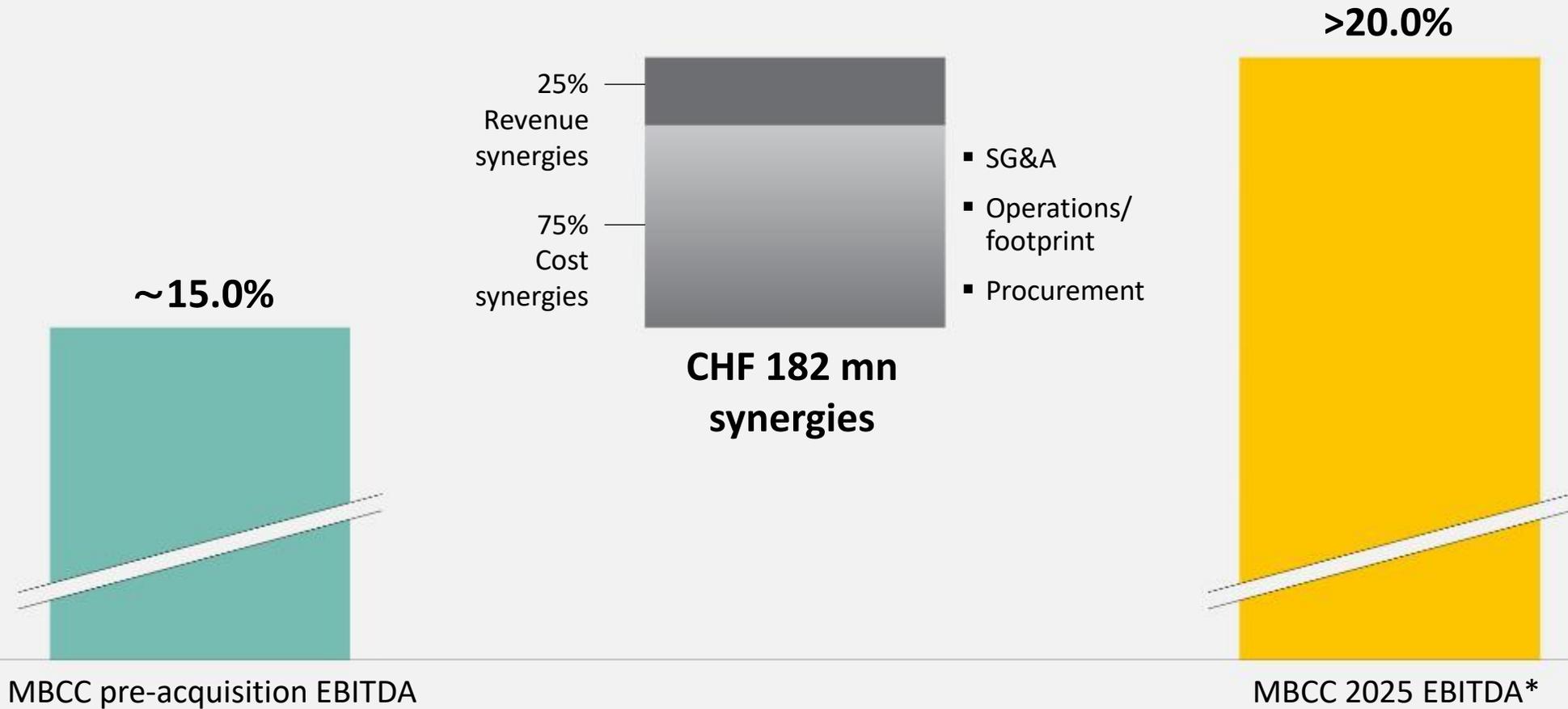
(cross-selling, channel expansion,
operational efficiencies)



EBITDA Growth

- Strong track record of **accretive acquisitions**, unlocking substantial post-synergy value
- Historic post-synergy acquisition multiples prove efficient **synergy generation**, **boosting profitability** and successful capture of **operational and revenue improvements**
- Driving **superior capital returns**

SUCCESSFUL MBCC INTEGRATION DRIVING SIGNIFICANT PROFITABILITY IMPROVEMENT



*pro forma

STATUTARISCHER TEIL

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

VERTRETUNGSVERHÄLTNISSE

PRÄSENZ

Anzahl Aktionäre an GV	0
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Vertretungsverhältnisse	Stimmen
--------------------------------	----------------

Unabhängiger Stimmrechtsvertreter	0
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Anwesende Aktionäre	0
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Total	0
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Diese Zahlen werden vor jeder Abstimmung neu ermittelt, um Ein- und Austritte während der GV zu berücksichtigen.

TRAKTANDEN

TRAKTANDEN

1. Genehmigung der Jahresrechnung und der Konzernrechnung 2025
2. Beschlussfassung über die Verwendung des Bilanzgewinns und Rückzahlung von Kapitaleinlagereserven der Sika AG

2.1 Verwendung des Bilanzgewinns

2.2 Rückzahlung von Kapitaleinlagereserven

3. Entlastung der Verwaltung

4. Wahlen

4.1 Wiederwahl Verwaltungsrat

4.1.1 Thierry F.J. Vanlancker

4.1.2 Viktor W. Balli

4.1.3 Lucreèce Foufopoulos-
De Ridder

4.1.4 Justin M. Howell

4.1.5 Gordana Landén

4.1.6 Thomas Aebischer

4.1.7 Kwok Wang Ng

4.2 Neuwahl Verwaltungsrat

4.2.1 Barbara Frei

4.2.2 Lukas Gähwiler

4.3 Wahl Präsident

4.4 Wahlen in den Nominierungs- und Vergütungsausschuss

4.4.1 Justin M. Howell

4.4.2 Gordana Landén

4.4.3 Lukas Gähwiler

4.5 Wahl Revisionsstelle

4.6 Wahl unabhängiger Stimmrechtsvertreter

TRAKTANDEN

5. Gutheissung des Nachhaltigkeitsberichts

6. Vergütungen

6.1 Konsultativabstimmung über den Vergütungsbericht 2025

6.2 Genehmigung der künftigen Vergütung für den Verwaltungsrat

6.3 Genehmigung der künftigen Vergütung für die Konzernleitung

TRAKTANDUM 1

Genehmigung der Jahresrechnung und
der Konzernrechnung 2025

OUR YEAR 2025

Thomas Hasler, CEO

SIKA IS STANDING ON A STRONG FOUNDATION OUTGROWING MARKETS – DRIVING MARGINS

Sika is the leader in an attractive, fragmented market

Winning share and leading through innovation

Near-term cyclical headwinds are dampening construction market activity

Accelerating efficiency programs and investing in digital leadership to drive market share

Sika is capturing value-accretive bolt-on M&A opportunities with attractive returns



2025 – A CHALLENGING YEAR FOR THE INDUSTRY

SIKA DELIVERS MARKET OUTPERFORMANCE

Relevant market decline

~ **2.5%**

Tariff uncertainty

negative sentiment

China residential market fell sharply
(2023 to 2025)

-45%

US government shutdown

43 days

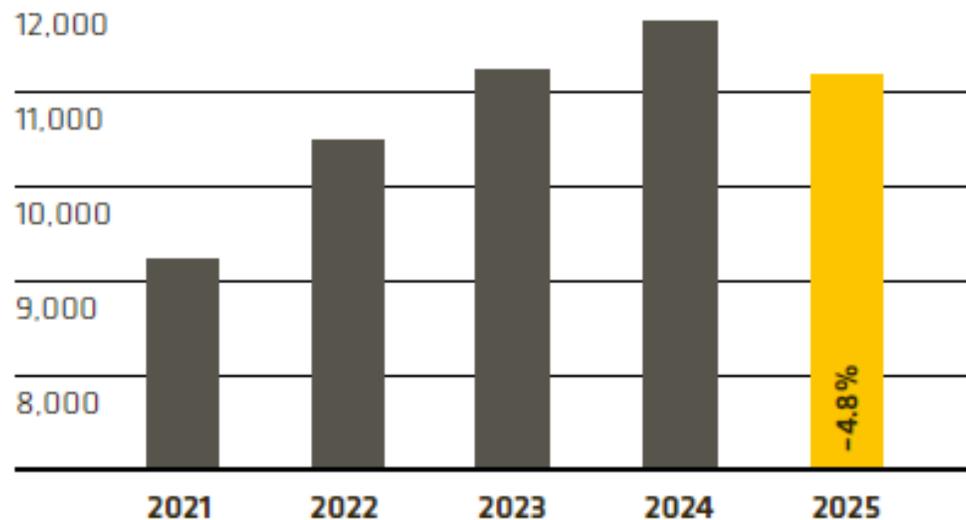
2025 – INVESTING FOR A STRONGER SIKA

ALL FAST FORWARD ONE-OFF COSTS TAKEN IN 2025

NET SALES (consolidated)

in CHF mn Growth in % local currencies

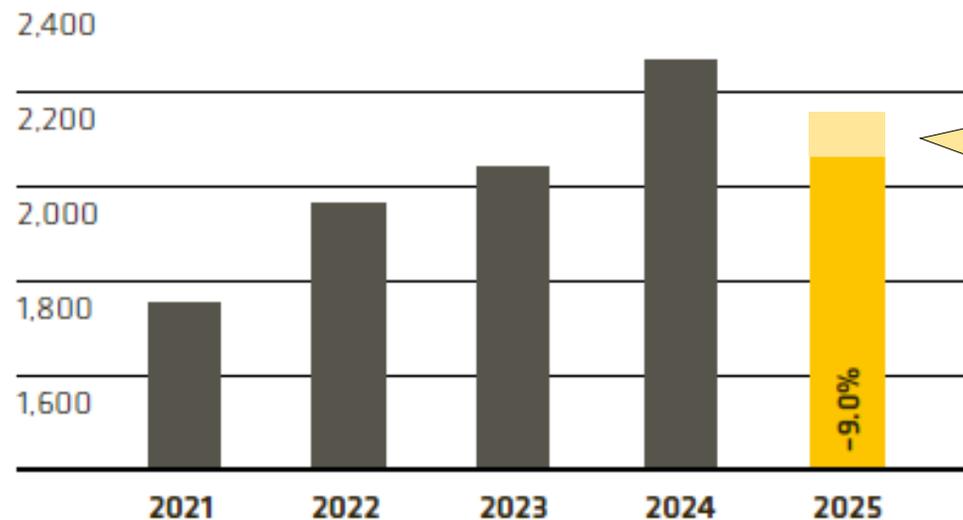
13,000 +17.1% +15.8% +14.5% +7.4% +0.6%



OPERATING PROFIT BEFORE DEPRECIATION (EBITDA)

in CHF mn in % of net sales

2,600 19.0% 18.7% 18.2% 19.3% 18.4%



CHF 86 mn one-off costs
EBITDA margin ex one-off costs 19.2%

2025 – TAKING ACTION

HOW SIKA REACTED – FAST FORWARD

One-off costs

CHF 108 million*

Investments

CHF 120 – 150 million



Benefits

CHF 150 – 200 million
(CHF 80 million in 2026)

FAST FORWARD

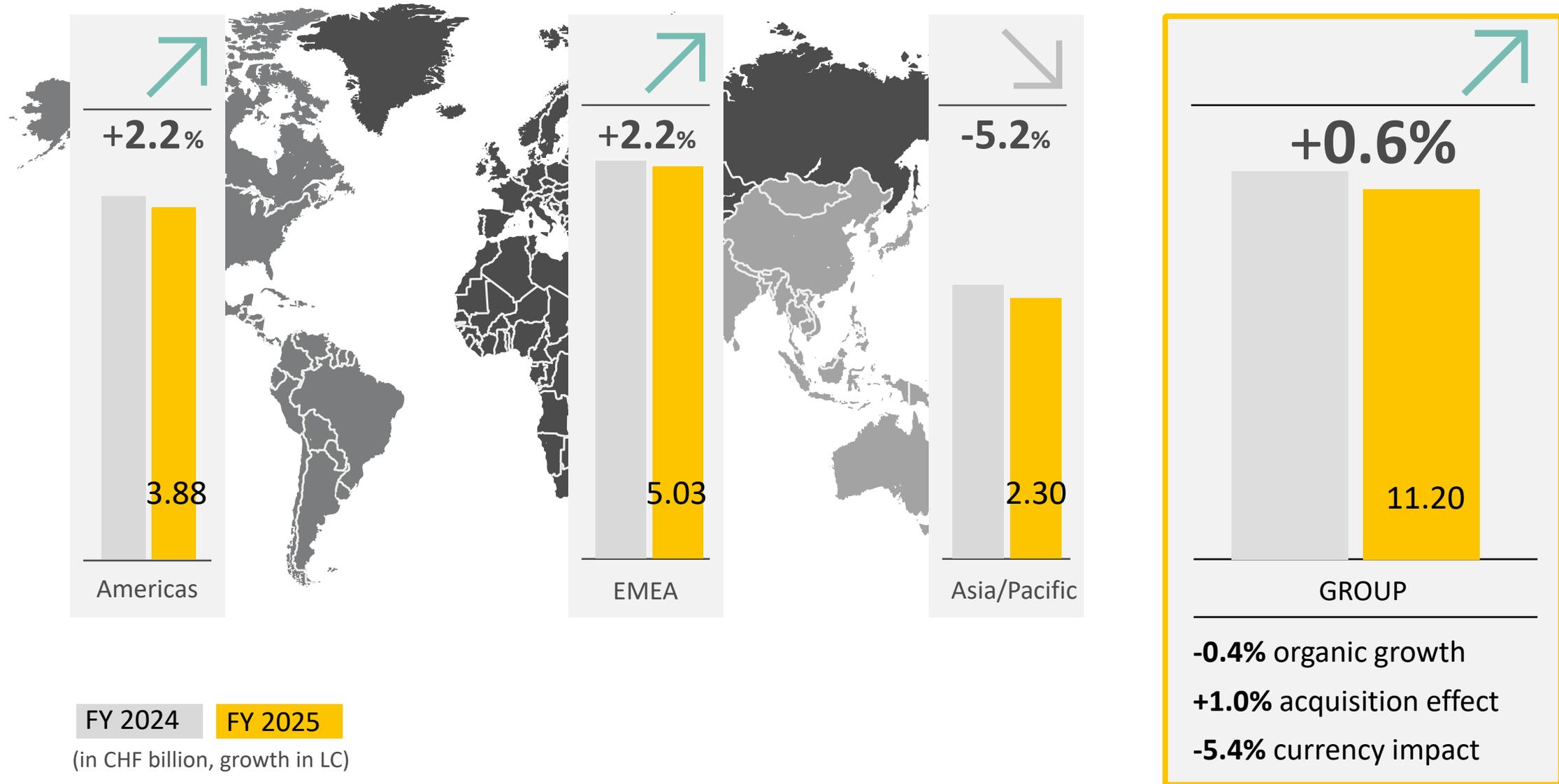
< 2-yr payback

Up to 100% ROI

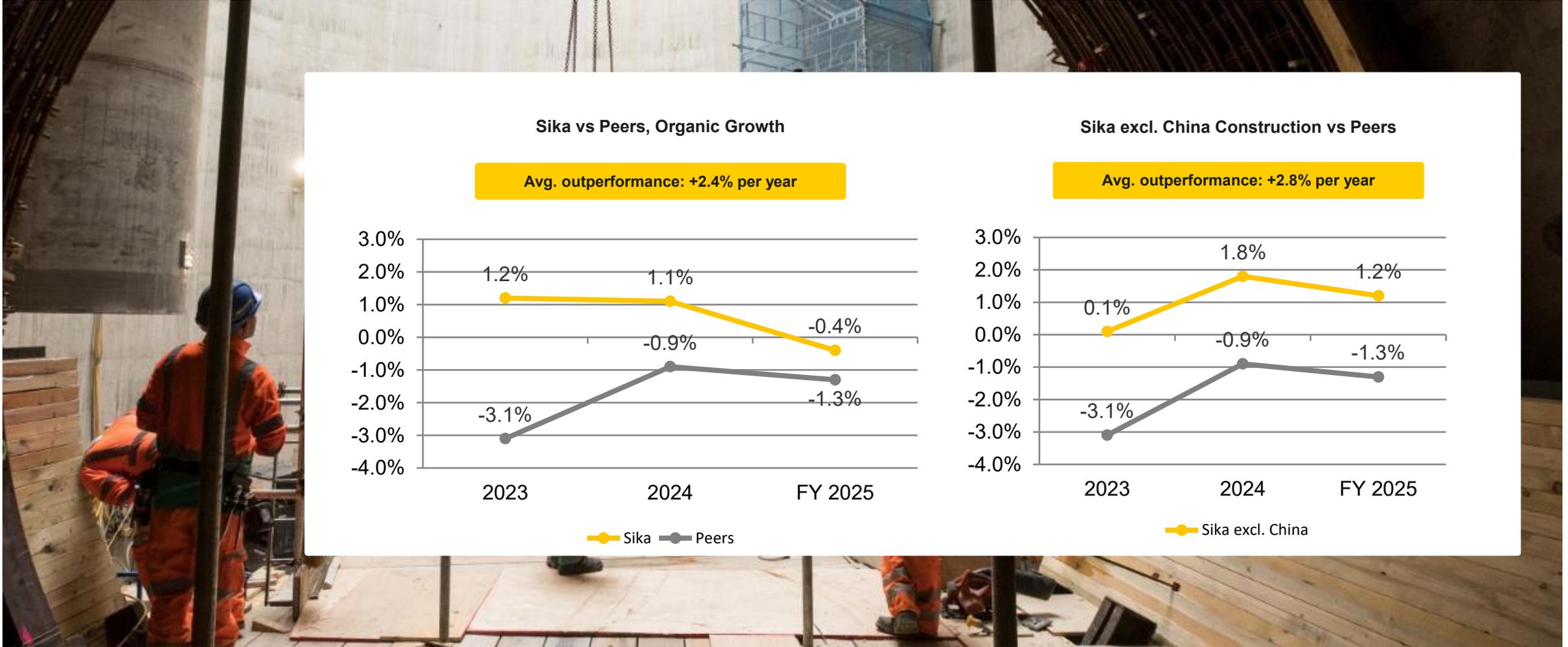
+ market share gains

*CHF 86.2 million were recognized in EBITDA in 2025

GLOBAL GROWTH OF 0.6% IN LOCAL CURRENCIES 2.2% EXCLUDING CHINA CONSTRUCTION



SIKA IS CONSISTENTLY GAINING MARKET SHARE OUTGROWING PEERS



* Available Peers with 12 months results, Sika 2025 reported figures

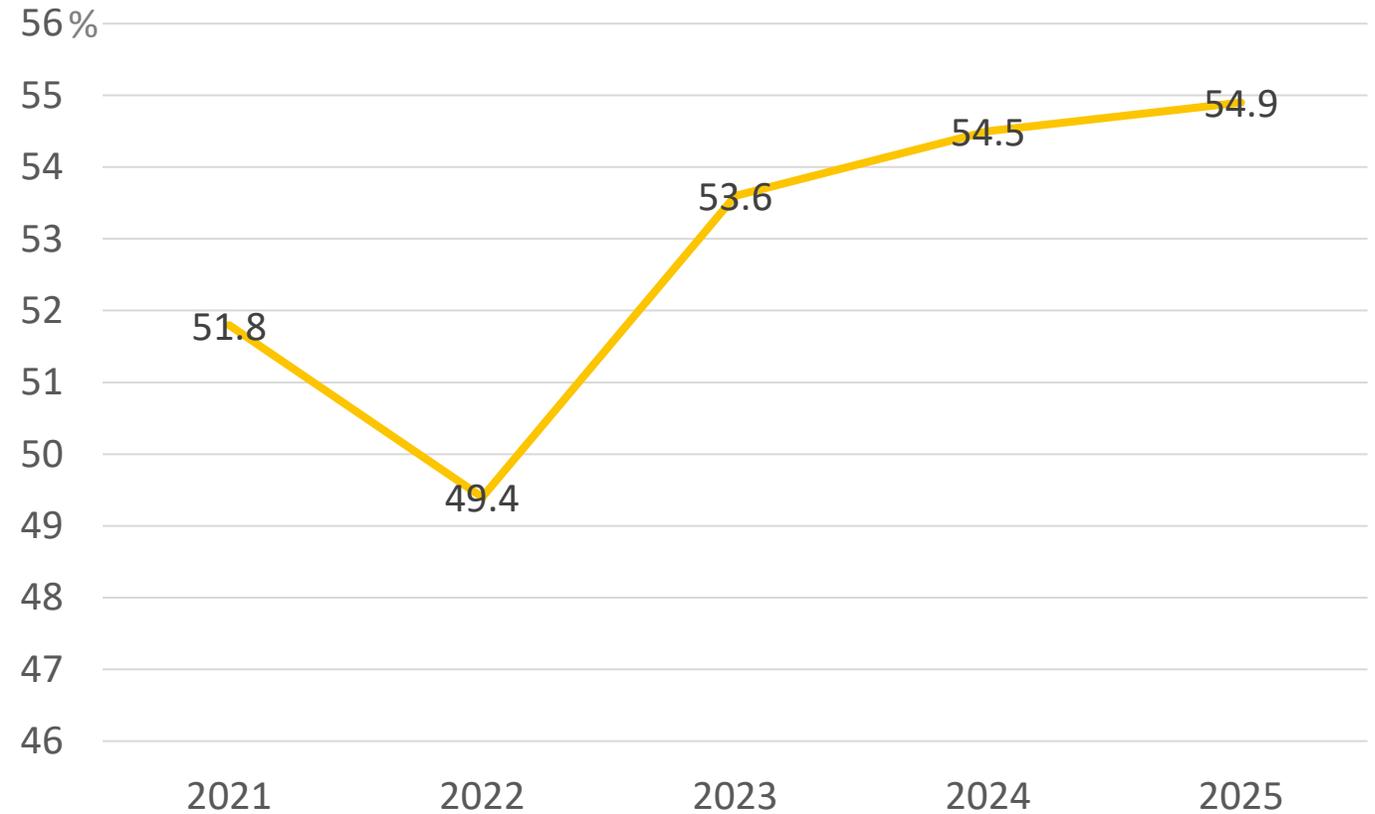


HIGHLIGHTS 2025

GROWING MATERIAL MARGIN – INNOVATION & VALUE SELLING

Gross result as % of net sales

54.9%

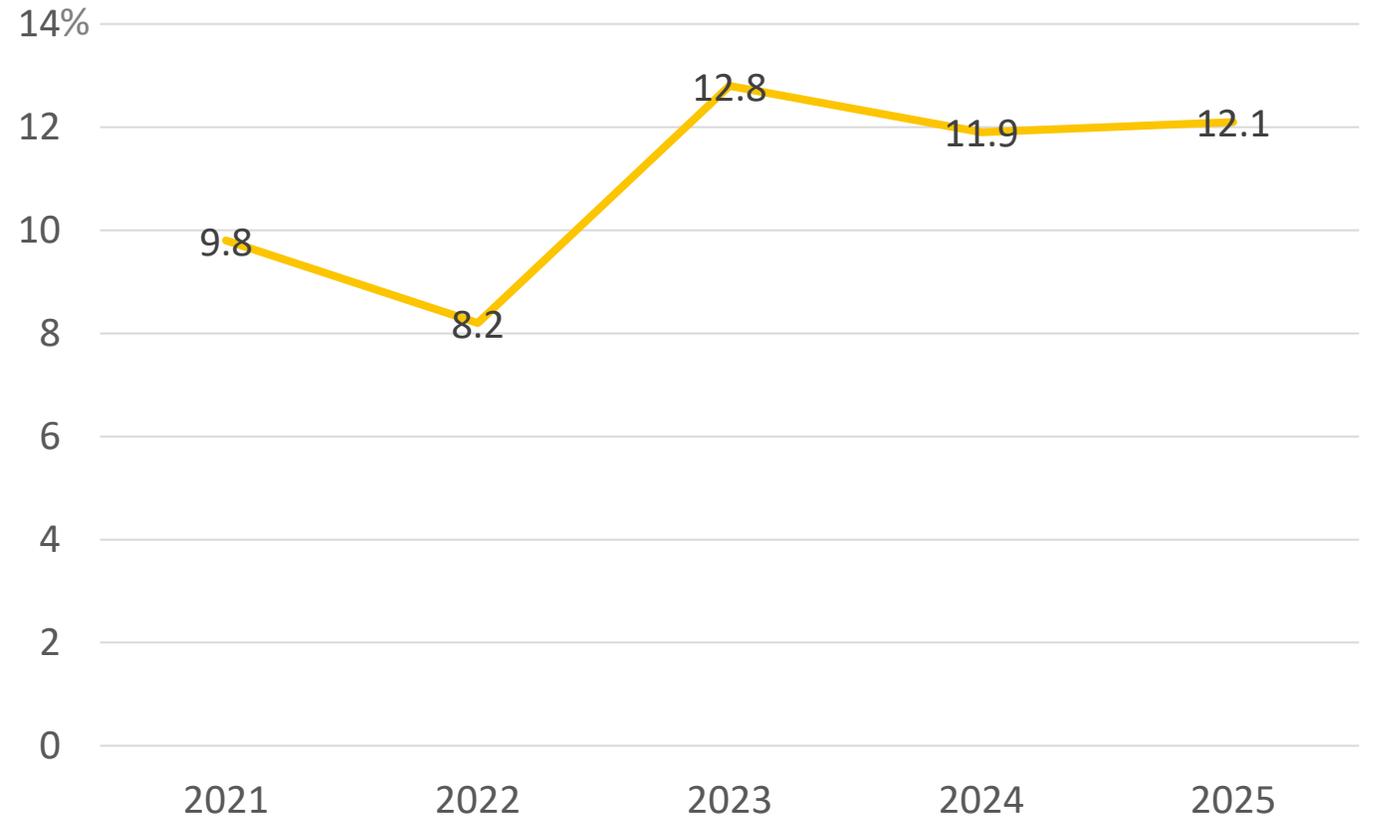


HIGHLIGHTS 2025

STRONG CASH GENERATION

Operating free cash flow as % of sales

12.1%

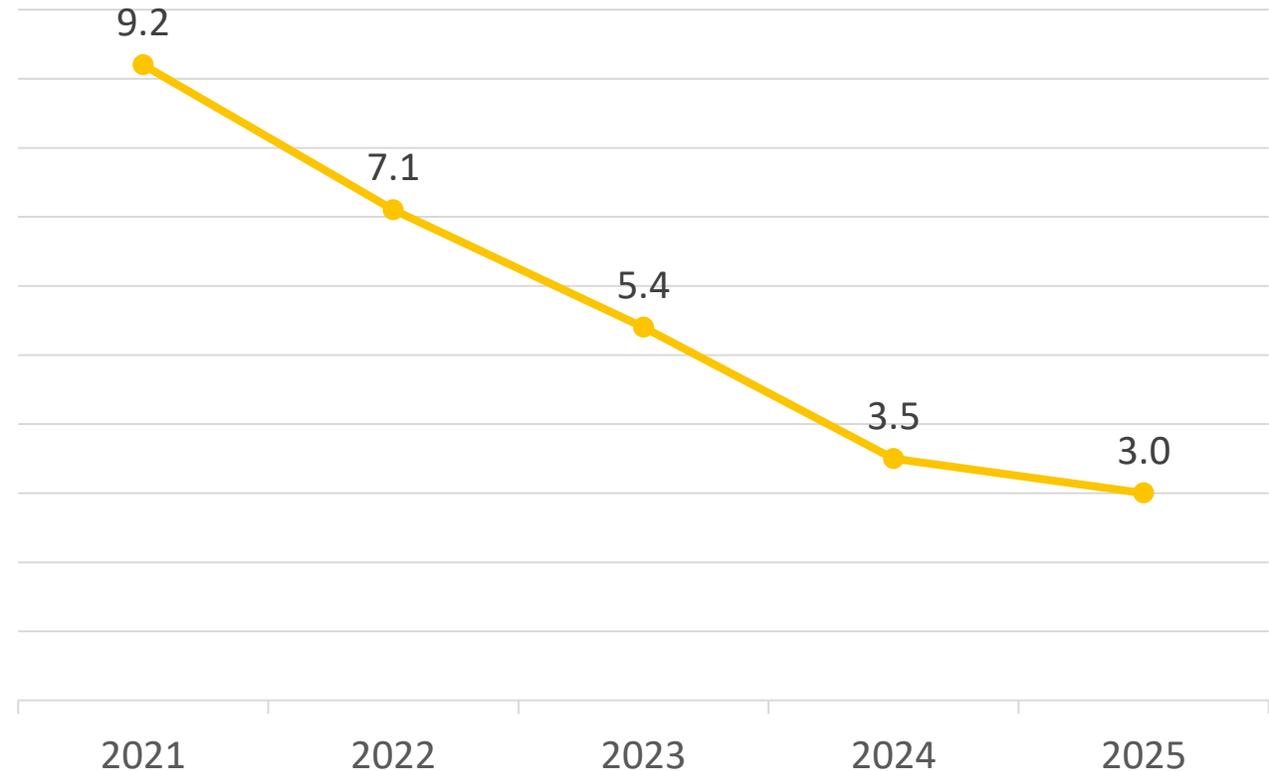


HIGHLIGHTS 2025

SAFETY FIRST – PROTECTING OUR PEOPLE

Since 2021, we have significantly improved our **Lost Time Accidents (LTA) rate***

**from 9.2
to 3.0**



HIGHLIGHTS 2025 – KEY NON-FINANCIAL METRICS

IMPROVEMENTS IN SUSTAINABILITY PERFORMANCE

GHG Emissions (scope 1 and 2)

-6.1%

Water Discharge per Ton Sold

-3.4%

Waste Disposed per Ton Sold

-5.7%

Lost Time Accidents per
1,000 FTEs

-14.1%

SIKA EXECUTED SEVEN ACQUISITIONS IN 2025

STRONG PIPELINE OF VALUE-ACCRETIVE BOLT-ON ACQUISITIONS

Acquisitions in Singapore, United Kingdom, North America, Denmark, Qatar, Saudi Arabia, and Sweden



Elmich Pte Ltd
Innovative and sustainable green roof solutions



HPS North America, Inc.
Building Finishing materials and waterproofing solutions



Cromar Building Products
Flat and pitched roofing products



Gulf Additive Factory LLC
Concrete admixtures, mortars, flooring, waterproofing



Marlon Tørmørtel A/S
Broad portfolio of mortar products



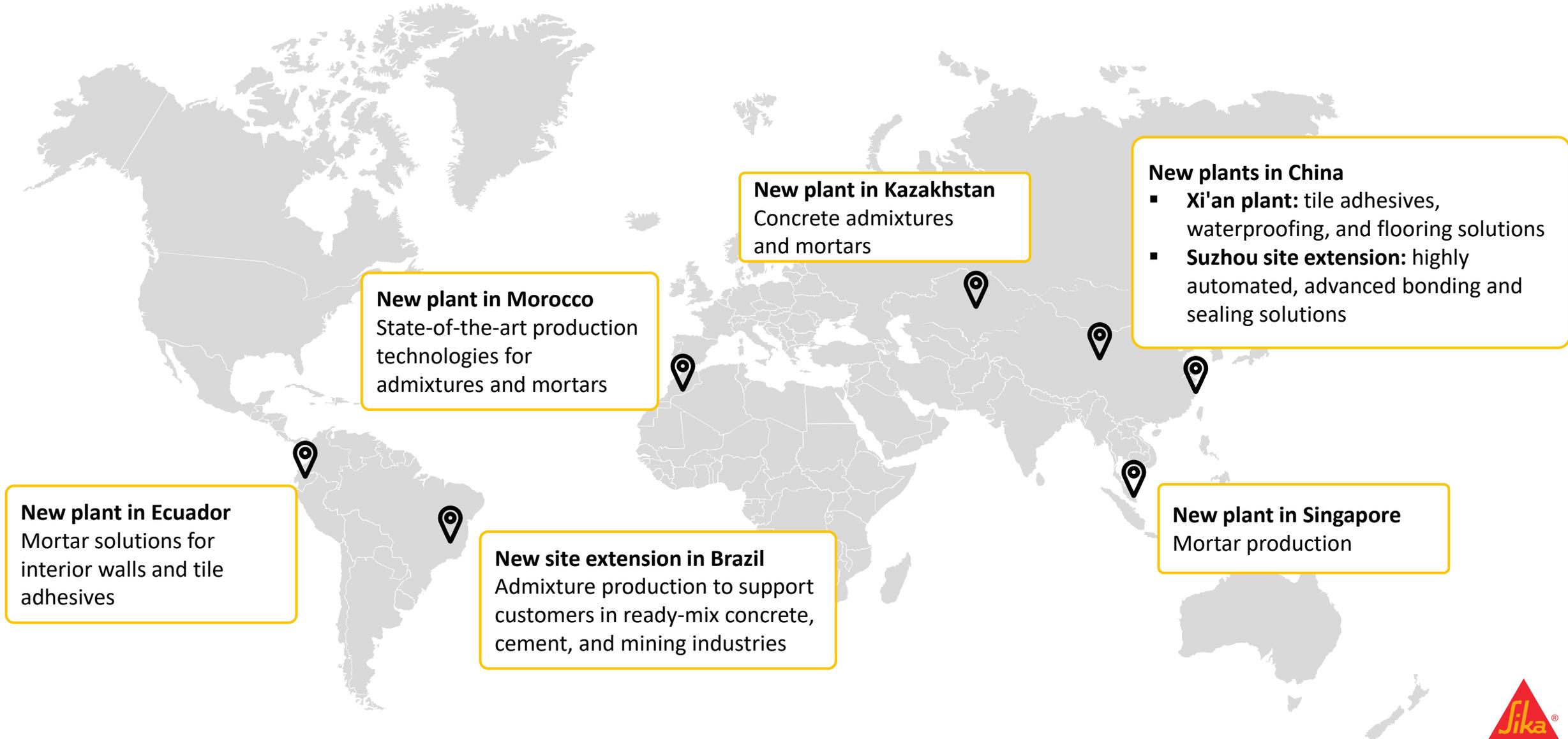
Awazil Al Khaleej Industrial Co. ("Gulf Seal")
Bituminous waterproofing membranes



Finja (Closed February 2, 2026)
Dry mortars and floor leveling compounds

KEY INVESTMENTS IN FUTURE GROWTH AND EFFICIENCY

COMMISSIONED SEVEN NEW PLANTS IN 2025



EARLY ACTIONS
TO ACCELERATE
PROFITABLE
GROWTH IN
2026

ACTIONS TO ACCELERATE PROFITABLE GROWTH IN 2026

DEMAND-DRIVEN INVESTMENTS IN FIVE NEW PLANTS



ACTIONS TO ACCELERATE PROFITABLE GROWTH IN 2026

ACQUISITIONS – CLOSING OF FINJA, SIGNING OF AKKIM

Finja: leading Swedish producer of wide range of mortars and integrated solutions.

CHF 62 million

sales in 2025



- **Enhanced portfolio and customer reach** enable significant cross-selling opportunities
- **Highly efficient production sites**, with ample **room for expansion**, driving further growth in Sweden and other Nordic countries
- **Leveraging Finja's expertise** in low-carbon mortars, cold climate solutions, and advanced digital tools across the region

Akkim: leading manufacturer of adhesives and sealants based in Turkey. Expected to close in Q3.

CHF 220 million

sales in 2025



- **Strong portfolio and wide distribution network** will drive accelerated **growth in sealants and adhesives**
- Expanded geographic **presence across growth markets**
- **Considerable cross-selling potential** by leveraging increased customer and channel access
- **Large-scale production facilities** will enable more efficient operational footprint and serve as export hubs

BUSINESS IMPLEMENTATION

BUSINESS IMPLEMENTATION

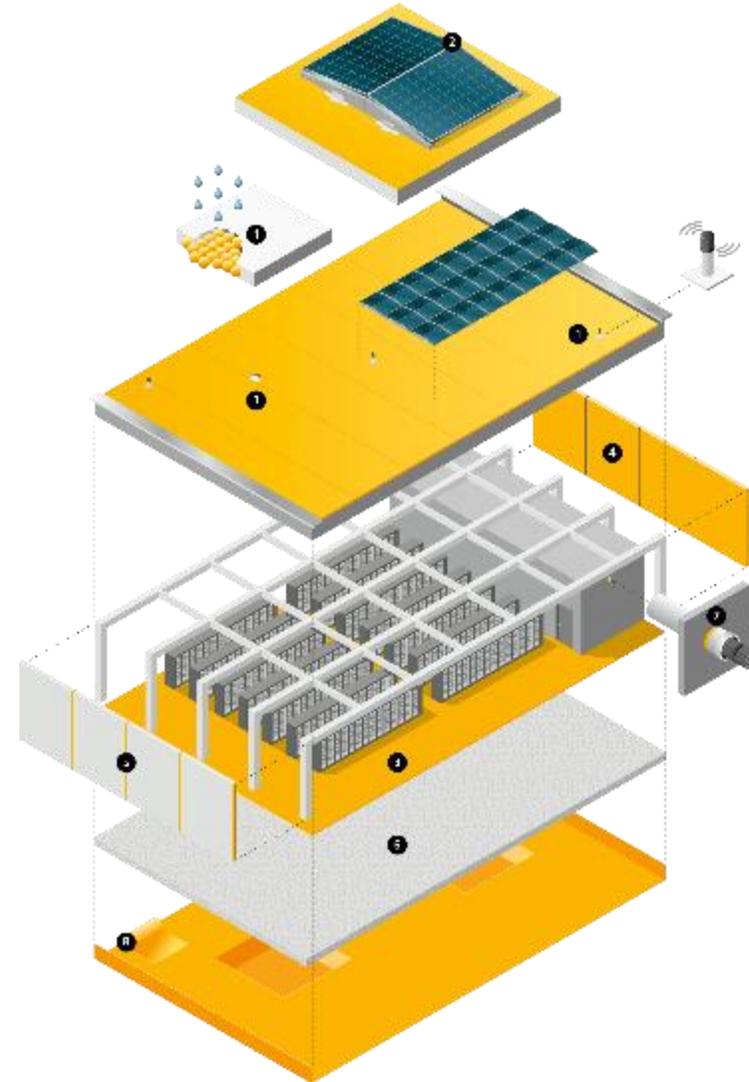
POWERING THE AI ERA: SIKA'S DATA CENTER ADVANTAGE



Demand for data center capacity is projected to quadruple by 2030, with an estimated global investment of CHF 880 billion by 2028.



Sika solutions have been used in more than 4,000 data centers worldwide and deliver a **combination of performance and long-lasting quality.**



- 1 Roofing
- 2 Solar roof solutions
- 3 Flooring
- 4 Solutions for precast concrete
- 5 Joint sealing
- 6 Concrete admixtures and fibers
- 7 Passive fire protection
- 8 Waterproofing



BUSINESS IMPLEMENTATION FROM URBAN GROWTH TO UNDERGROUND SOLUTIONS

Underground rail lines have become priorities to **improve quality of life and sustainability in cities.**
Rail infrastructure projects expected to reach a value of CHF 2 trillion over the next four years.

↘ Sika supports global projects with **below-ground solutions while elevating standards in speed, sustainability, and design – enabling infrastructure to achieve lifespans of over 100 years.**



Germany's deepest construction site

**Marienhof S-Bahn Station and Line,
Munich, Germany**



One of Latin America's most ambitious
rail projects

Line 6-Orange metro, São Paulo, Brazil



Largest infrastructure project ever undertaken
in New Zealand

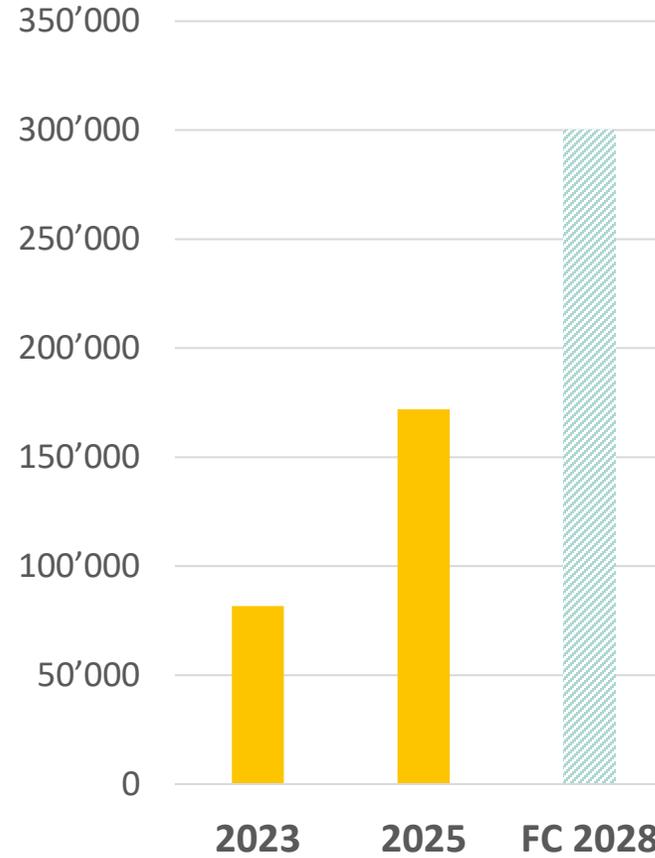
City Rail Link, Auckland, New Zealand

BUSINESS IMPLEMENTATION

ROLLOUT OF OUR SUCCESSFUL RETAIL MODEL



POS in Asia/Pacific, excl. China



POS in China 2025: 280k

Retail net sales growth, excl. China

+13%

CAGR 2023-2025

>15%

Expected
CAGR 2025-2028



- Digitalized end-to-end processes
- Customer loyalty
- Service level
- Speed
- Efficiency



INNOVATION IS OUR SUSTAINABLE ADVANTAGE

R&D DRIVES DIFFERENTIATION, MARKET SHARE, MARGIN

WE INVEST

CHF 280 mn

annual R&D investment

1,800+ R&D specialists

16 global technology centers

100+ local R&D facilities

**R&D infrastructure competitors
cannot easily replicate**

WE CREATE

234

new inventions in 2025 alone

5,500+ patents held
worldwide

across 5 core technology
platforms

**Differentiated solutions, designed for
customers, protected by IP**

WE DELIVER

23-25% of sales

from products younger than 5
years

+3-5 pp material margin

typically on these products

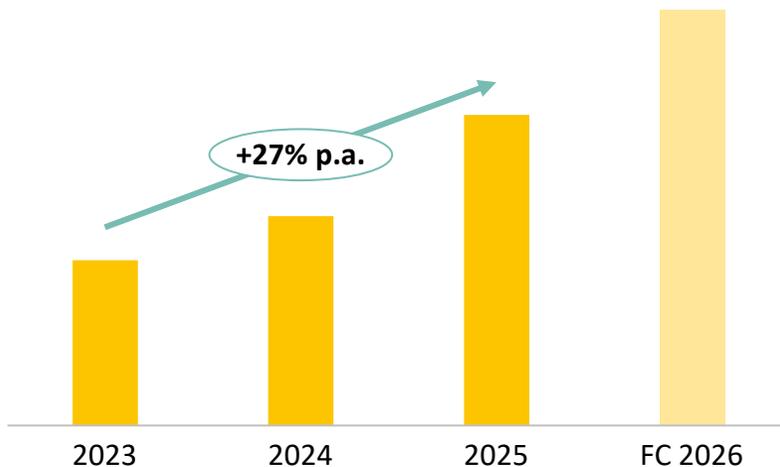
**Investment that converts to
growth and margin**

SIKAPROOF A+ WATERPROOFING MEMBRANE SYSTEM PATENTED INNOVATION GROWING >25% ANNUALLY

SikaProof® A+: The patented, fully-bonded **pre- and post-applied** waterproofing membrane system. For basement and concrete protection.

- ↙
- Applicable for new construction and existing buildings
- Lower lifetime costs for building owners drives specification pull
- Fast and easy application, preferred by contractors

SikaProof® A+ strong growth trajectory



+27%
sales CAGR ('23-'25)

The world's largest airport Al Maktoum International Airport, Dubai



Waterproofed by Sika



OUTLOOK

OUTLOOK 2026

SIKA EXPECTS LOCAL CURRENCY SALES AND MARGIN GROWTH

Sales growth in local currencies of

1% to 4%

In line with company medium-term ambition to outperform the market by 3% to 6% in LC *

*including bolt-on acquisitions

EBITDA margin of

19.5% to 20.0%

expected

2028 medium-term strategic targets for sustainable, profitable growth confirmed



THANK
YOU.

SIKA IN DATA CENTERS

Ivo Schädler, Head of Construction



SIKA IN DATA CENTERS

BUILDING TRUST



BUILDING DESIGN + CONSTRUCTION

DATA CENTERS

Gen AI will drive data center growth, says latest JLL sector report

Power access is pushing developers toward alternative sources and secondary markets.

BY JOHN CAULFIELD, SENIOR EDITOR | FEBRUARY 1, 2024

f x in e



BD+C University (CEUs)
Giants 400 Rankings
Multifamily Pro+
Building Sector Reports
HorizonTV
BD+C Awards Programs
Blogs
Events
Videos
Magazines
Newsletters

JLL United Kingdom

Properties Capital Markets Leasing Occupier services Technology Sustainability Industries Explore JLL

Getting data centers ready for the AI boom

With the rapid improvements in AI capabilities, are data centers doing enough to keep pace?

January 18, 2024

The buzz around artificial intelligence (AI) that erupted in the past year turned commercial real estate's attention on data centers: namely whether they could support the pace of AI's quickening advance, from building design and rack densities to its environmental impact and compliance with evolving government regulations.

Gray Services Markets News & Insights Projects About Us Careers Contact

Home > News & Insights > The Impact of AI on Data Center Markets

The Impact of AI on Data Center Markets

From increased computing power and capacity driving hyperscale customers to ramp-up their build plans over the next five years; to using colocation and wholesale providers to build and then lease-back for more capacity; to an Edge market that is on the rise for better connectivity away from the main hubs, artificial intelligence (AI) is shifting the way companies conduct business in the



MENU **DataCenter Knowledge** SEARCH LOG IN REGIST

RECENT

America Is Running Out of Power, Are Data Centers to Blame?
MAR 07, 2024

Singtel Reduces Stake in India's Bharti Airtel With \$709M Deal
MAR 07, 2024

Server Technology

RENOWNED POWER MEETS REVOLUTIONARY INTELLIGENCE
LEARN HOW

DESIGN

AFCOM: AI Boom Fueling Data Center Construction, Design Innovation

AFCOM's latest State of the Data Center Report offers a snapshot of an industry that's witnessing a 'massive boom' in infrastructure design and construction in the face of fresh challenges.

James Walker | Jan 31, 2024

AI is the driving force with no end in sight!

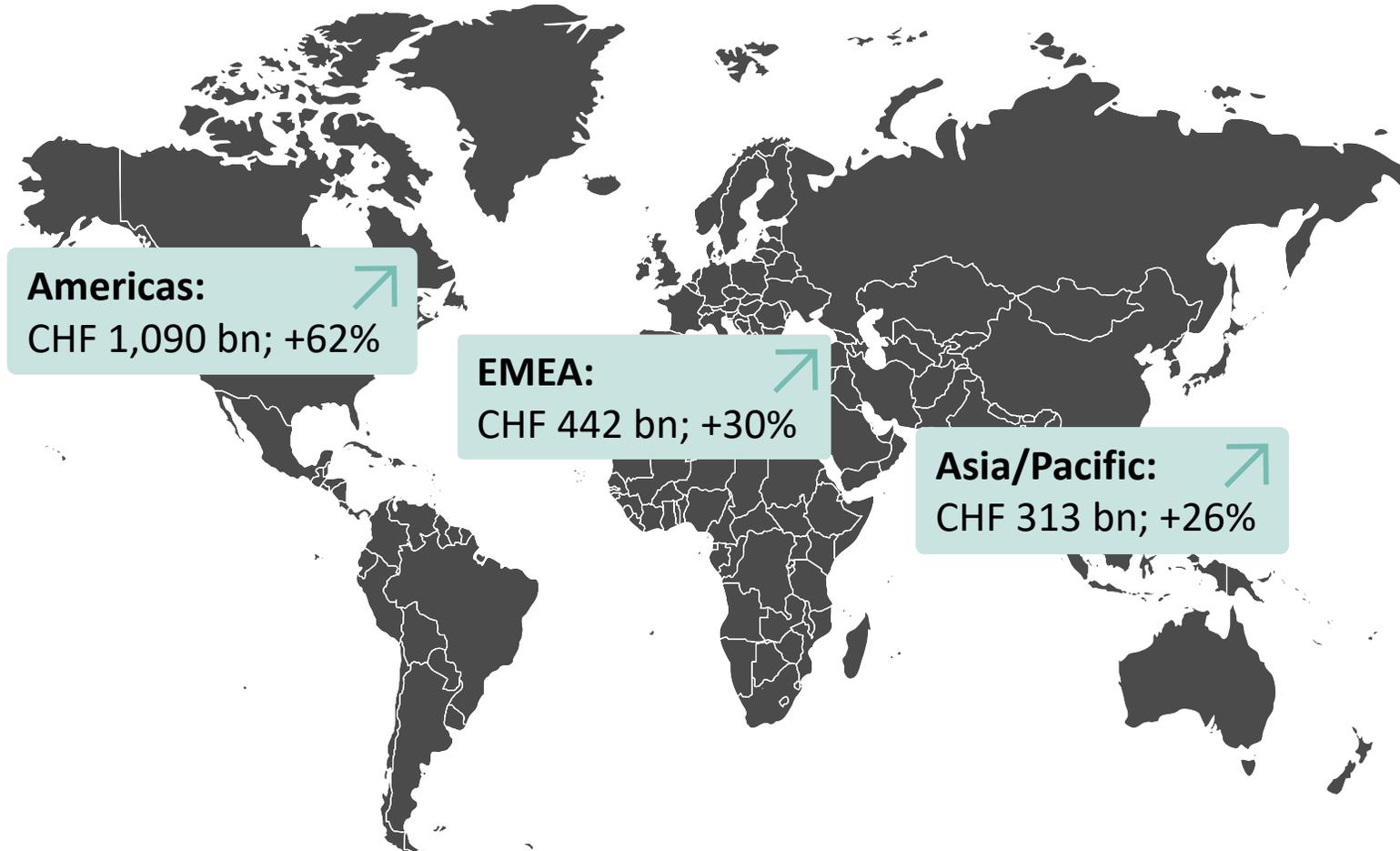
Data centers became the fifth utility besides water, electricity, gas and telecommunication



DATA CENTERS

GLOBAL SURGE IN DATA CENTER CONSTRUCTION

Demand for data center capacity is accelerating – investments Q4/25 vs Q4/24:



Double-digit increase in estimated global investments compared to the previous year

- High costs for IT equipment (quality and protection)
- High-quality building envelope of vital importance
- Global double-digit annual power demand growth

PEACE OF MIND FOR DATA CENTER OWNERS

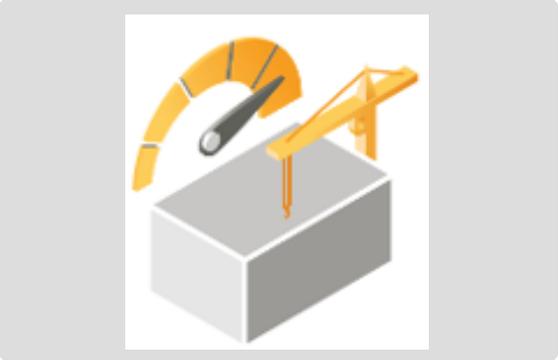
MANAGING RISKS WITH ADDED VALUE SOLUTIONS

Asset Protection



Average data center costs are MCHF 100-300
60% to 70% of this cost is the IT equipment

Optimizing Construction



Double-digit increase in market volume over previous year

Energy & Embodied Carbon Efficiency



Power demand is expected to grow by 115% from 2024 to 2030

Design Localization



Identifying suitable solutions that meet project standards and can be supplied locally

Durability

A durable, high-quality building envelope is a 'must-have'

Reliability

Simple and quick to install solutions to reduce construction time

Sustainability

Low carbon solutions provide positive impact throughout project life cycle

Embedded locally

Global to local market and technology experts that partner with project teams



SIKA IN DATA CENTERS

MAIN CHALLENGES IN DATA CENTERS



SPEED OF CONSTRUCTION

- **Speed** of construction is key, demand outpaces ability to build fast enough
- **Standardized solutions** are key to reduce cost and accelerate delivery
- Sika enables this with **globally available**, high-performance systems



SUSTAINABILITY

- Meeting increasing demand for data while meeting **sustainability targets**
- **Sustainability** not only depends on **energy** use, but also **life expectancy** of the materials used.
- Sika keeps improving existing solutions and developing **new technologies**



REDUCE MAINTENANCE COSTS

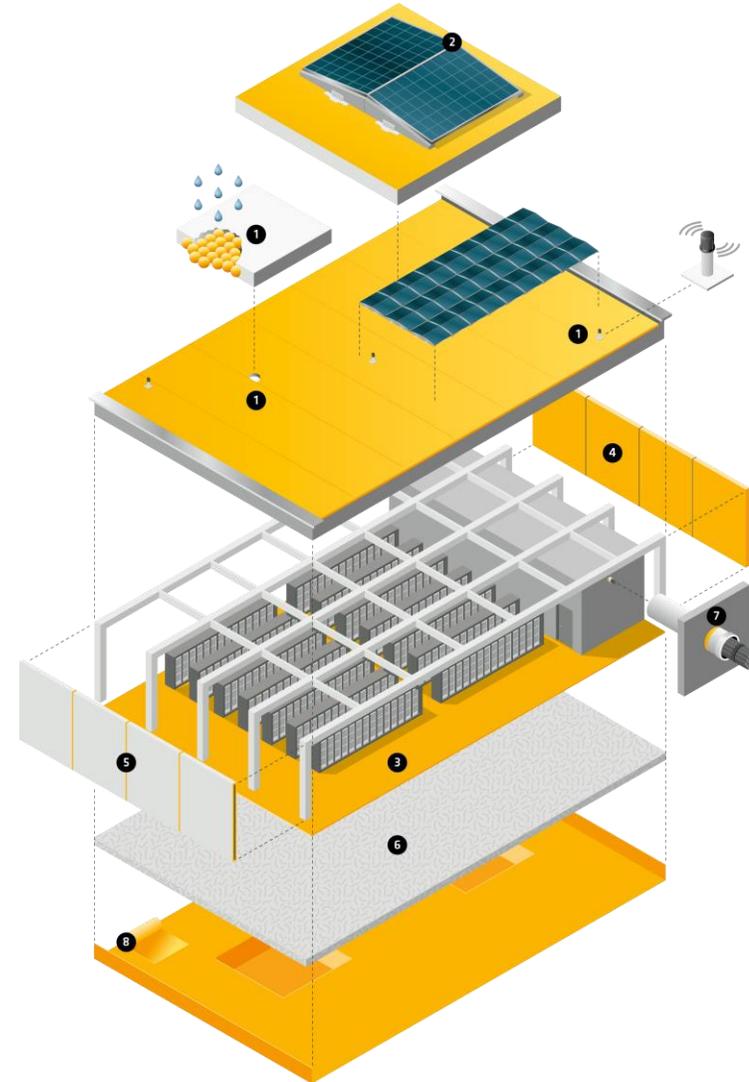
- **Maintenance interventions** must be minimized to avoid **disruptions**
- Durable, robust solutions are essential to keep data centers running and **reduce operating costs**
- Sika's **long-lasting systems** help prevent unplanned repairs and replacements

BUSINESS IMPLEMENTATION

POWERING THE AI ERA: SIKA'S DATA CENTER ADVANTAGE



Sika solutions have been used in more than **4,000** data centers worldwide and deliver a **combination of performance and long-lasting quality.**



- 1 Roofing
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- 6 Concrete admixtures and fibers
- 7 Passive fire protection
- 8 Waterproofing



DATA CENTERS

SIKA'S "PEACE OF MIND" SOLUTIONS FOR DATA CENTER OWNERS

ROOFING

- Designed for longevity
- Recycled material content
- Self-healing properties
- Cradle to Cradle certified
- Cool roof energy and cost savings

WATERPROOFING

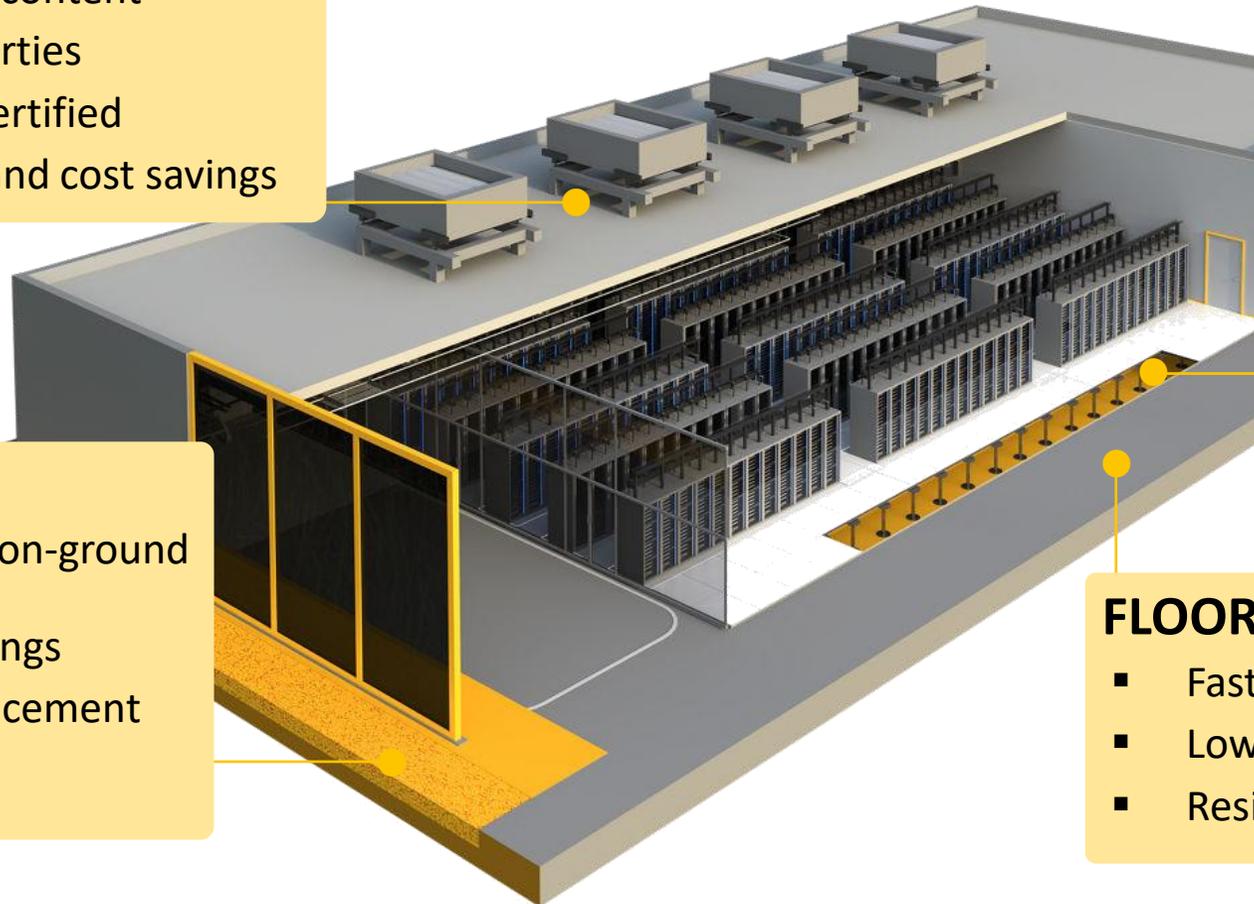
- Waterbar and waterproofing membrane 50-year service life
- Reliable protection
- Easy and fast to apply

CONCRETE

- Sika fibers replace slab-on-ground steel reinforcement: time, cost, and CO₂ savings
- Sika admixtures enable cement and water reduction

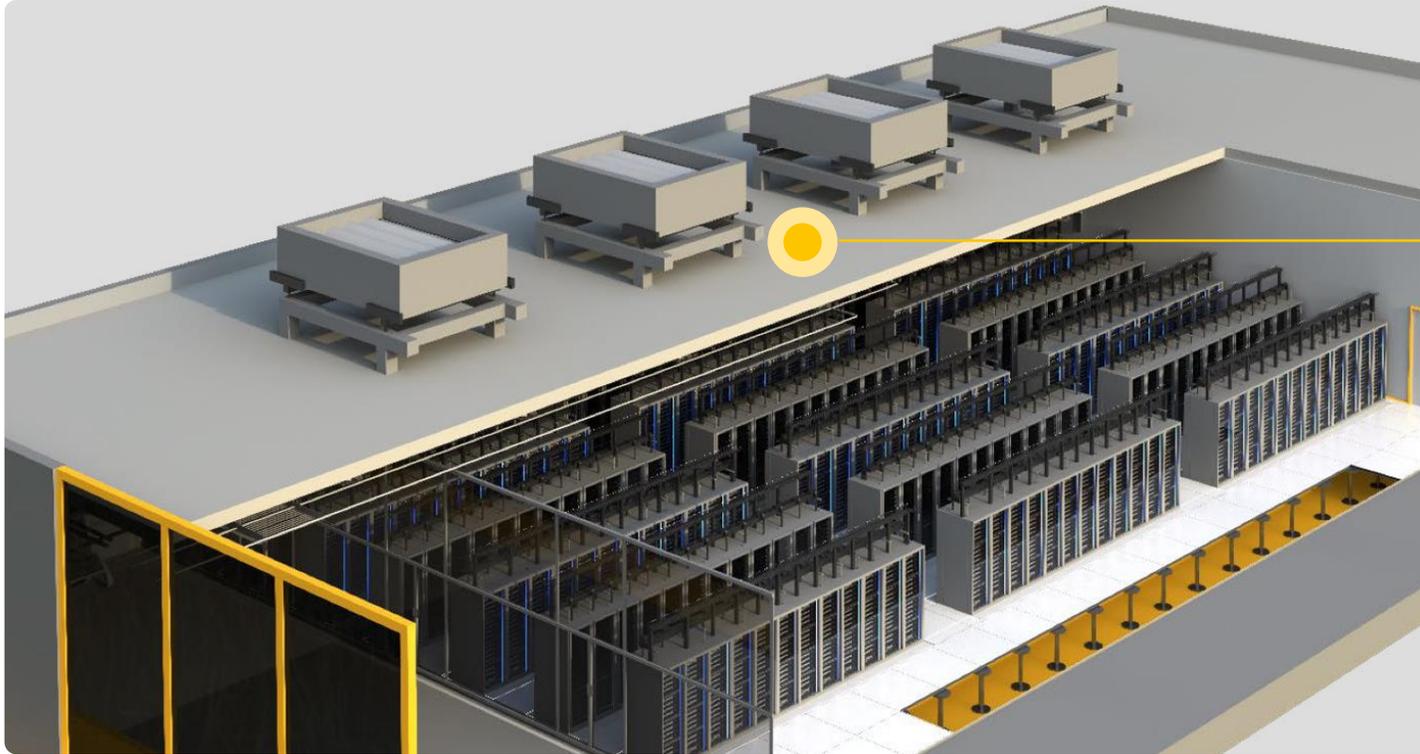
FLOORING

- Faster flooring systems
- Low emissions/low odor
- Resilient aesthetics



ROOFING

THE 'GOLDEN STANDARD' FOR DATA CENTERS



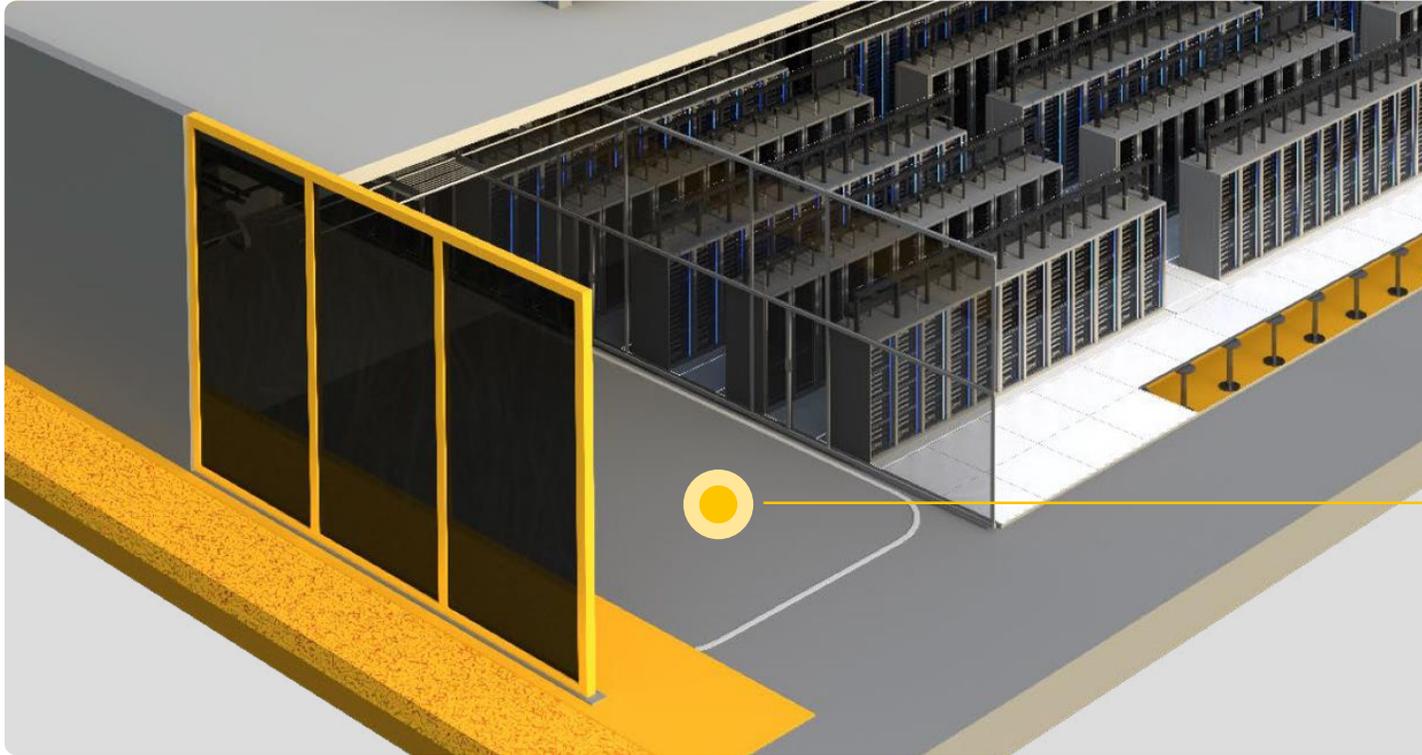
For long-term resilience, roofing systems must combine **protection, energy efficiency and sustainability.**

Sarnafil® AT delivers **long life expectancy** combined with the **highest sustainability.**



FLOORING

DURABLE AESTHETICS – SIKA OPTIMAL SLAB



- Our innovative Concria technology enables fast and efficient installment of highly decorative polished concrete floors featuring superior quality and durability properties.
- **Weeks saved, emissions cut with enhanced performance and aesthetics:**
 - ↳ **80% Faster Installation** – Reduces construction time and site emissions.
 - ↳ **50% Lower CO₂ Footprint** – Sustainable alternative to traditional concrete slabs.
 - ↳ **No Resin, No Extra Coatings** – A clean solution with minimal environmental impact



SIKA IN DATA CENTERS

PATENTED VALUE-ADDING INNOVATIONS



Self-healing membranes for flat roofs

- Self-healing properties prevent water damage to high-value assets
- Ensure long-term protection and reduce need for repair



Sika fibers for reinforced concrete

- Eliminating steel mesh in floor slabs
- Improving durability and toughness while saving labor, time, and costs
- Best practice for reducing CO₂ emissions*



*Avoided Emissions Initiative led by the World Business Council for Sustainable Development (WBCSD)

SIKA IN DATA CENTERS

OTHER SYSTEMS FOR DATA CENTERS

Joint Sealants



Liquid Applied Membranes (LAM)



Movement Joints



Fire Protection



Below Grade Waterproofing



SIKA IN DATA CENTERS

ROUTE TO MARKET AND UNIQUE SELLING PROPOSITIONS



Differentiate

Innovative solutions designed to save time and money



Basis of Design & Specifications

Owner and specifier relationships and collaboration with Sika countries to ensure the local design requirements are met.



Track Record/Experience

Sika's expertise and proven experience as a global supplier of comprehensive data center solutions.



Comprehensive Solutions

Sika's ability to provide robust solutions which encompass the entire building envelope, roofing, concrete, flooring, waterproofing



Sustainability

Reducing energy usage, carbon footprint, global warming potential and increase green building credits i.e.: LEED, Green Globes, etc.



International Collaboration

Local "expert teams" in combination with Global project team's expertise and guidance to help secure projects.



SIKA IN DATA CENTERS

DATA CENTERS IN SWITZERLAND



In 2026, **11 new data center projects** are being built across Switzerland – Sika is involved in each of them with its **comprehensive solutions.**

THANK
YOU.

TRAKTANDUM 1

ANTRAG

1. Genehmigung der Jahresrechnung und der Konzernrechnung 2025

Antrag

Gestützt auf den Revisionsbericht beantragt der Verwaltungsrat, die Jahresrechnung und die Konzernrechnung für das Jahr 2025 gutzuheissen.

TRAKTANDUM 2

Beschlussfassung über die Verwendung
des Bilanzgewinns und Rückzahlung
von Kapitaleinlagereserven der Sika AG

TRAKTANDUM 2

ANTRAG

2. Beschlussfassung über die Verwendung des Bilanzgewinns und Rückzahlung von Kapitaleinlagereserven der Sika AG

Erläuterungen

Der Verwaltungsrat beantragt eine Ausschüttung von insgesamt CHF 3.70 pro Aktie. Dafür sollen CHF 1.85 aus dem Bilanzgewinn und CHF 1.85 aus den Kapitaleinlagereserven ausgeschüttet werden.

TRAKTANDUM 2.1

ANTRAG

2.1 Verwendung des Bilanzgewinns

Antrag

Der Verwaltungsrat schlägt der Generalversammlung die folgende Gewinnverwendung vor:

In CHF mn	2025
Zusammensetzung des Bilanzgewinns	
Gewinnvortrag	1'422.1
Jahresgewinn	526.9
Bilanzgewinn	1'949.0
Dividendenzahlung	
Dividendenzahlung aus Bilanzgewinn	296.9
Auf neue Rechnung	1'652.1

TRAKTANDUM 2.2

ANTRAG

2.2 Rückzahlungen von Kapitaleinlagereserven

Antrag

Der Verwaltungsrat schlägt der Generalversammlung die folgende Rückzahlung von Kapitaleinlagereserven vor:

in CHF mn

2025

Rückzahlung von Kapitaleinlagereserven

Kapitaleinlagereserven

2'391.2

Rückzahlung von Kapitaleinlagereserven

296.9

Auf neue Rechnung

2'094.3

TRAKTANDUM 3

Entlastung der Verwaltung

TRAKTANDUM 3

ANTRAG

3. Entlastung der Verwaltung

Antrag

Der Verwaltungsrat beantragt, den verantwortlichen Verwaltungsorganen Entlastung zu erteilen.

TRAKTANDUM 4

Wahlen

TRAKTANDUM 4.1

Wiederwahl Verwaltungsrat

4.1.1 Thierry F.J. Vanlancker

4.1.2 Viktor W. Balli

4.1.3 Lucrece Foufopoulos-De Ridder

4.1.4 Justin M. Howell

4.1.5 Gordana Landén

4.1.6 Thomas Aebischer

4.1.7 Kwok Wang Ng

TRAKTANDUM 4.1

ANTRAG

4.1 Wiederwahl Verwaltungsrat

Antrag

Der Verwaltungsrat beantragt für die Amtsdauer von einem Jahr die Wiederwahl von:

- 4.1.1 Thierry F.J. Vanlancker in den Verwaltungsrat
- 4.1.2 Viktor W. Balli in den Verwaltungsrat
- 4.1.3 Lucrece Foufopoulos-De Ridder in den Verwaltungsrat
- 4.1.4 Justin M. Howell in den Verwaltungsrat
- 4.1.5 Gordana Landén in den Verwaltungsrat
- 4.1.6 Thomas Aebischer in den Verwaltungsrat
- 4.1.7 Kwok Wang Ng in den Verwaltungsrat

TRAKTANDUM 4.1.1

ANTRAG



4.1.1 Wiederwahl von Thierry F.J. Vanlancker in den Verwaltungsrat

Antrag

Der Verwaltungsrat beantragt für die Amtsdauer von einem Jahr die Wiederwahl von **THIERRY F.J. VANLANCKER** in den Verwaltungsrat.

TRAKTANDUM 4.1.2

ANTRAG



4.1.2 Wiederwahl von Viktor W. Balli
in den Verwaltungsrat

Antrag

Der Verwaltungsrat beantragt für die
Amtsdauer von einem Jahr die
Wiederwahl von **VIKTOR W. BALLI** in
den Verwaltungsrat.

TRAKTANDUM 4.1.3

ANTRAG



4.1.3 Wiederwahl von Lucrece Foufopoulos-De Ridder in den Verwaltungsrat

Antrag

Der Verwaltungsrat beantragt für die Amtsdauer von einem Jahr die Wiederwahl von **LUCRÉCE FOUFOPOULOS-DE RIDDER** in den Verwaltungsrat.

TRAKTANDUM 4.1.4

ANTRAG



4.1.4 Wiederwahl von Justin M. Howell in den Verwaltungsrat

Antrag

Der Verwaltungsrat beantragt für die Amtsdauer von einem Jahr die Wiederwahl von **JUSTIN M. HOWELL** in den Verwaltungsrat.

TRAKTANDUM 4.1.5

ANTRAG



4.1.5 Wiederwahl von Gordana Landén in den Verwaltungsrat

Antrag

Der Verwaltungsrat beantragt für die Amtsdauer von einem Jahr die Wiederwahl von **GORDANA LANDÉN** in den Verwaltungsrat.

TRAKTANDUM 4.1.6

ANTRAG



4.1.6 Wiederwahl von Thomas Aebischer in den Verwaltungsrat

Antrag

Der Verwaltungsrat beantragt für die Amtsdauer von einem Jahr die Wiederwahl von **THOMAS AEBISCHER** in den Verwaltungsrat.

TRAKTANDUM 4.1.7

ANTRAG



4.1.7 Wiederwahl von Kwok Wang Ng
in den Verwaltungsrat

Antrag

Der Verwaltungsrat beantragt für die
Amtsdauer von einem Jahr die
Wiederwahl von **KWOK WANG NG** in
den Verwaltungsrat.

TRAKTANDUM 4.2

Neuwahl Verwaltungsrat

4.2.1 Neuwahl Barbara Frei

4.2.2 Neuwahl Lukas Gähwiler

TRAKTANDUM 4.2.1

ERLÄUTERUNGEN



- **Barbara Frei** is an internationally experienced leader who has led large, complex organizations in global industrial corporations. In her most recent position, she served as Executive Vice President Industrial Automation and member of the Executive Committee of Schneider Electric. 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. Barbara Frei is considered independent in accordance with the Swiss Code of Best Practice for Corporate Governance of Economiesuisse.

TRAKTANDUM 4.2.2

ERLÄUTERUNGEN



- **Lukas Gähwiler** has served as Vice Chairman of the Board of UBS Group since 2022. Previously, he was Chairman of the Board of UBS Switzerland and a member of the Group Executive Board of UBS Group, as well as President UBS Switzerland. Prior to joining UBS, Lukas Gähwiler held various leadership positions at Credit Suisse for more than twenty years. He brings extensive leadership and industry experience across all areas of finance and banking, as well as a strong institutional and political network. Lukas Gähwiler is considered independent in accordance with the Swiss Code of Best Practice for Corporate Governance of Economiesuisse.

TRAKTANDUM 4.2

ANTRAG

4.2 Neuwahl Verwaltungsrat

Antrag

Der Verwaltungsrat beantragt für die Amtsdauer von einem Jahr die Wahl von:

4.2.1 Barbara Frei in den Verwaltungsrat

4.2.2 Lukas Gähwiler in den Verwaltungsrat

TRAKTANDUM 4.3

Wahl Präsident

TRAKTANDUM 4.3

ANTRAG



4.3 Wahl Präsident: Wiederwahl
Thierry F.J. Vanlancker

Antrag

Der Verwaltungsrat beantragt für die
Amtsdauer von einem Jahr die
Wiederwahl von **THIERRY F.J.
VANLANCKER** als Präsidenten des
Verwaltungsrats.

TRAKTANDUM 4.4

Wahlen in den Nominierungs- und Vergütungsausschuss

4.4.1 Justin M. Howell

4.4.2 Gordana Landén

4.4.3 Lukas Gähwiler

TRAKTANDUM 4.4

ANTRAG

4.4 Wahlen in den Nominierungs- und Vergütungsausschuss

Antrag

Der Verwaltungsrat beantragt für die Amtsdauer von einem Jahr die Wahl von:

- 4.4.1 Justin M. Howell in den Nominierungs- und Vergütungsausschuss
- 4.4.2 Gordana Landén in den Nominierungs- und Vergütungsausschuss
- 4.4.3 Lukas Gähwiler in den Nominierungs- und Vergütungsausschuss

TRAKTANDUM 4.4.1

ANTRAG



4.4.1 Wiederwahl von Justin M. Howell in den Nominierungs- und Vergütungsausschuss

Antrag

Der Verwaltungsrat beantragt für die Amtsdauer von einem Jahr die Wiederwahl von **JUSTIN M. HOWELL** in den Nominierungs- und Vergütungsausschuss.

TRAKTANDUM 4.4.2

ANTRAG



4.4.2 Wiederwahl von Gordana Landén in den Nominierungs- und Vergütungsausschuss

Antrag

Der Verwaltungsrat beantragt für die Amtsdauer von einem Jahr die Wiederwahl von **GORDANA LANDÉN** in den Nominierungs- und Vergütungsausschuss.

TRAKTANDUM 4.4.3

ANTRAG



4.4.3 Wahl von Lukas Gähwiler in den Nominierungs- und Vergütungsausschuss

Antrag

Der Verwaltungsrat beantragt für die Amtsdauer von einem Jahr die Wahl von **LUKAS GÄHWILER** in den Nominierungs- und Vergütungsausschuss.

TRAKTANDUM 4.5

Wahl Revisionsstelle

TRAKTANDUM 4.5

ANTRAG

4.5 Wahl Revisionsstelle: Wiederwahl von KPMG AG

Antrag

Der Verwaltungsrat beantragt, KPMG AG als Revisionsstelle für das Geschäftsjahr 2026 zu wählen.

TRAKTANDUM 4.6

Wahl unabhängiger
Stimmrechtsvertreter

TRAKTANDUM 4.6

ANTRAG



4.6 Wahl unabhängiger
Stimmrechtsvertreter: Wiederwahl
von Jost Windlin

Antrag

Der Verwaltungsrat beantragt, Herrn **Jost Windlin**, Rechtsanwalt und Notar, Bright Law AG in Zug, als unabhängigen Stimmrechtsvertreter bis zum Abschluss der nächsten ordentlichen Generalversammlung zu wählen.

TRAKTANDUM 5

Gutheissung des
Nachhaltigkeitsberichts

TRAKTANDUM 5

ANTRAG

5. Gutheissung des Nachhaltigkeitsberichts

Antrag

Der Verwaltungsrat beantragt, den Nachhaltigkeitsbericht 2025 gutzuheissen.

TRAKTANDUM 6

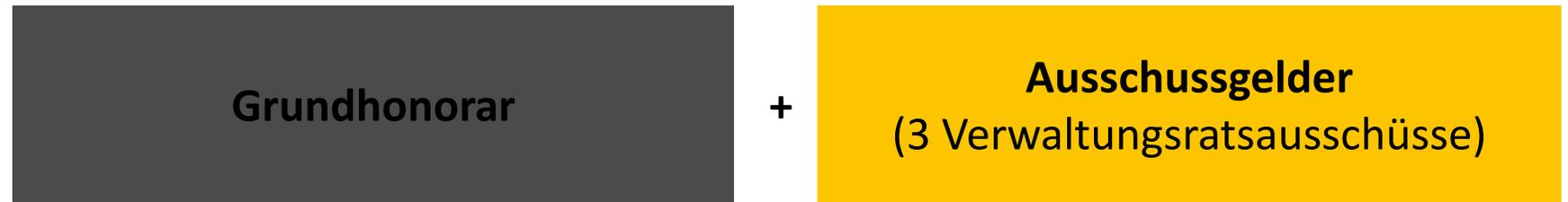
Vergütungen

TRAKTANDUM 6.1

Konsultativabstimmung über den
Vergütungsbericht 2025

TRAKTANDUM 6.1

ERLÄUTERUNG: VERGÜTUNGSSYSTEM DES VERWALTUNGSRATS



50% in bar,
50% aktienbasiert (gesperrte Aktien)

Verwaltungsratspräsidium

*

CHF 900'000

Verwaltungsratsmitglied

CHF 250'000

CHF 60'000 (Vorsitz)
CHF 40'000 (Mitglied)

* + CHF 30'000 Repräsentationspauschale in bar

TRAKTANDUM 6.1

ERLÄUTERUNG: VERGÜTUNGSSYSTEM DER KONZERNLEITUNG

Das Vergütungsmodell für die Konzernleitung besteht aus einer fixen Vergütung und einer variablen Vergütung, die sich aus einem jährlichen Leistungsbonus und einem Long Term Incentive Plan zusammensetzt.

	Leistungsmessung	Zeithorizont			Governance
Langfristiger Beteiligungsplan	40% Relatives ROCE			In Aktien	<ul style="list-style-type: none"> •Auszahlungsobergrenzen •Rückforderungs- und Verfallsbestimmungen •Aktienhaltevorschriften
	40% Relative Aktionärsrendite				
	20% Nachhaltigkeit Konzern (ESG)				
Leistungsbonus	60% Relativer Konzernenerfolg	In bar	Jahr 1	Jahr 2	
	10% Nachhaltigkeit Konzern (ESG)				
	20% Ergebnis Geschäftseinheit				
	10% Individuelle Ziele				
Fixe Vergütung	n/a	In bar	Jahr 1	Jahr 2	Jahr 3

TRAKTANDUM 6.1

ERLÄUTERUNG

Vergütungsbericht 2025

- Verwaltungsrat:

<i>in 1'000 CHF</i>	Geschäftsjahr 2024	Geschäftsjahr 2025
Total ausbezahlte Gesamtvergütung	3'270	3'159
Anzahl Mitglieder des Verwaltungsrats	8	8

- Konzernleitung:

<i>in 1'000 CHF</i>	Geschäftsjahr 2024	Geschäftsjahr 2025
Total ausbezahlte Gesamtvergütung	19'886	16'401
Anzahl Mitglieder der Konzernleitung	8 (ganzes Jahr)	8 (ganzes Jahr)

TRAKTANDUM 6.1

ANTRAG

6.1 Konsultativabstimmung über den Vergütungsbericht 2025

Antrag

Der Verwaltungsrat beantragt, den Vergütungsbericht 2025 gutzuheissen.

TRAKTANDUM 6.2

Genehmigung der künftigen Vergütung
für den Verwaltungsrat

TRAKTANDUM 6.2

ERLÄUTERUNG

Die Gesamtsumme beinhaltet das Grundhonorar, die Ausschussgelder sowie die Repräsentationspauschale für den Verwaltungsratspräsidenten.

Die Erhöhung des beantragten Maximalbetrags gegenüber dem Vorjahr ist auf die beantragte Erhöhung der Anzahl der Verwaltungsratsmitglieder um ein Mitglied zurückzuführen.

<i>in 1'000 CHF</i>	Genehmigt für GV 2025 – GV 2026	Antrag für GV 2026 – GV 2027
Vergütung in bar	1'600	1'750
Aktienbasierte Vergütung	1'600	1'750
Sozialversicherungsbeiträge	200	200
Total	3'400	3'700
<i>Mitgliederanzahl</i>	8	9

TRAKTANDUM 6.2

ANTRAG

6.2 Genehmigung der künftigen Vergütung für den Verwaltungsrat

Antrag

Der Verwaltungsrat beantragt die Genehmigung des Gesamtbetrags für die Vergütung des Verwaltungsrats, bestehend aus neun Mitgliedern, von maximal CHF 3.7 Millionen für eine Amtsdauer von einem Jahr bis zum Abschluss der nächsten ordentlichen Generalversammlung.

TRAKTANDUM 6.3

Genehmigung der künftigen Vergütung
für die Konzernleitung

TRAKTANDUM 6.3

ERLÄUTERUNG

Die Gesamtsumme beinhaltet die fixe Vergütung, inklusive erwartete Arbeitgeberbeiträge an die Sozialversicherung und berufliche Vorsorge (BVG), den maximalen Betrag des Leistungsbonus sowie die Performance Share Unit Zuteilung gemäss langfristigem Beteiligungsplan (Long Term Incentive Plan). Der Betrag der Performance Share Unit basiert auf dem Zeitwert im Zeitpunkt der Zuteilung. Der beantragte Maximalbetrag ist gegenüber dem für das Geschäftsjahr 2026 genehmigten Maximalbetrag gleich geblieben.

Die Gesamtsumme für 2027 setzt sich voraussichtlich wie folgt zusammen:

<i>in 1'000 CHF</i>	Genehmigt für 2026	Antrag für 2027
Fixe Vergütung	8'800	8'600
Leistungsbonus	10'800	10'700
Performance Share Units (PSU)	6'400	6'700
Total	26'000	26'000

TRAKTANDUM 6.3

ANTRAG

6.3 Genehmigung der künftigen Vergütung für die Konzernleitung

Antrag

Der Verwaltungsrat beantragt die Genehmigung des Gesamtbetrags für die Vergütung der Konzernleitung, bestehend aus acht Mitgliedern, von maximal CHF 26.0 Millionen für das Geschäftsjahr 2027.



**FAREWELL
PAUL SCHULER**



THANK YOU FOR YOUR
PARTICIPATION