

HENKEL AGM Date: 4 April 2014

1 Approve the annual financial statements **For**

Disclosure is acceptable and the report was made available sufficiently before the meeting. No serious governance concerns have been identified.

2 Approve the dividend **For**

The Board proposes to pay a dividend of EUR 1.2 per ordinary share and EUR 1.22 per preferred share. Dividends are covered by earnings. Acceptable proposal.

3 Approve and ratify the actions of the Personally Liable Partner **For**

Standard proposal. No serious governance concerns have been identified that would lead to a proposal to oppose this resolution.

4 Approve and ratify the actions of the Supervisory Board **For**

Standard proposal. No serious governance concerns have been identified that would lead to a proposal to oppose the discharge of the Supervisory Board.

5 Approve and ratify the actions of the Shareholders' Committee **For**

Standard proposal. No serious governance concerns have been identified that would lead to a proposal to oppose the discharge of the Shareholders' committee.

6 Appoint the auditors **For**

KPMG AG proposed. Non-audit fees were approximately 20% of audit fees during the year under review. Non-audit fees over a three year basis were approximately 17.92% of audit fees. Acceptable proposal.

7 Elect Ms. Barbara Kux **For**

Independent Non-Executive Director.