


MEETING DATE	Wed, 16 May 2018 10:00 am	TYPE	AGM	ISSUE DATE	Wed, 16 May 2018
MEETING LOCATION	Stadhalle Holzminden, Sollingstrasse 101, 37603 Holzminden, Germany				
CURRENT INDICES	FTSE EuroFirst				
SECTOR	Specialty Chemicals				

PROPOSALS		ADVICE
1 Presentation of the Annual Report	Non-voting agenda item.	Non-Voting
2 Approve the Dividend	The Board proposes a dividend of EUR 0.88 per share. The dividend is covered by earnings. Acceptable proposal.	For
3 Discharge the Executive Board	Standard resolution	For
4 Discharge the Supervisory Board	Standard resolution	For
5 Appoint the Auditors	EY proposed. Non-audit fees represented 15.32% of audit fees during the year. EY was appointed as the Company's auditor at the previous AGM. Triodos supports this resolution.	For
6 Elect Bernd Hirsch to the Supervisory Board	Non-Executive Director, not considered to be independent as the director was previously employed by the Company as Chief Financial Officer and Member of Executive board at the Company from December 2009 to December 31, 2015. There is insufficient independent representation on the Board.	Oppose
7 Approve Fees Payable to the Board of Directors	The members of the Supervisory Board shall receive an annual remuneration amounting to EUR 70,000.00 (EUR 60,000). The Chairman of the Supervisory Board receives an additional annual remuneration amounting to EUR 70,000.00. The Vice Chairman of the Supervisory Board and the Chairman of the Auditing Committee both receive an additional annual remuneration of EUR 35,000.00 (EUR 30,000) respectively. It is proposed to increase the amount payable to the Board of Directors by more than 10% on annual basis. The increase is considered material and exceeds guidelines, but the Company has duly justified it, The Company argues that the workload and responsibility of the Supervisory Board has increased. Furthermore, the remuneration of the Supervisory Board has remained unchanged since 2013. Attendance fees will remain the unchanged. This is the first fee increase for the supervisory board members in five years. Triodos supports this resolution.	For

SUPPORTING INFORMATION FOR RESOLUTIONS

Proposal 3 - Discharge the Executive Board

On 6th December 2014, The European Non-Financial Reporting Directive was implemented for the purpose of improving transparency. The deadline for transposition into national legislation by Member States was 6th December 2016. The

Companies concerned must apply the directive as soon as 2018, on information relating to the 2017 financial year. According to the European Commission, the content of the non-financial statements should include the business model, policies and due diligence, outcome of the policies, principal risks and their management, and key performance indicators.

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