

# **Annual General Meeting 2016**

## **Henkel AG & Co. KGaA**

**– Presence and Voting Results –**

## Annual General Meeting 2016

### Presence:

<b>Registered Capital Stock</b>	<b>437,958,750 Euro (= 100%)</b>
out of which are	
<b>Ordinary shares</b>	<b>259,795,875 Euro (= 59.32%)</b>
<b>Preferred shares</b>	<b>178,172,875 Euro (= 40.68%)</b>
<b>Number of shares issued</b>	<b>437,958,750</b>
out of which are	
<b>Ordinary shares</b>	<b>259,795,875</b>
<b>Preferred shares</b>	<b>178,172,875</b>
<b>Number of shares present</b>	<b>243,444,788 (= 55.59% of the total capital stock)</b>
out of which are	
<b>Ordinary shares</b>	<b>228,452,817 (= 87.94% of ordinary shares issued)</b>
<b>Preferred shares</b>	<b>14,991,971 (= 8.41% of preferred shares issued)</b>
<b>Number of postal voting (Ordinary shares)</b>	<b>2,958 (= 0.001% of ordinary shares issued)</b>
<b>Number of shares represented in total</b>	<b>243,447,746 (= 55.59 % of the total capital stock)</b>
out of which are	
<b>Ordinary shares</b>	<b>228,455,775 (= 87.94% of ordinary shares issued)</b>
<b>Preferred shares</b>	<b>14,991,971 (= 8.41% of preferred shares issued)</b>

**Voting Results:**  
(only ordinary shares carry voting rights. including postal voting)

	Valid votes cast = number of shares	Share of total registered capital stock	Share of registered capital stock related to ordinary shares	Yes Votes (% of valid votes)	No Votes (% of valid votes)	Abstentions	Proposal
Item 1: Approval of annual financial statements	228,436,330	52.16%	87.93%	228,414,224 (99.99%)	22,106 (0.01%)	974	!
Item 2: Appropriation of profit	228,321,246	52.13%	87.88%	228,320,679 (99.99%)	567 (0.01%)	116,058	!
Item 3: Approval and ratification of the actions of the Personally Liable Partner	228,319,855	52.13%	87.88%	228,238,375 (99.96%)	81,480 (0.04%)	117,449	!
Item 4: Approval and ratification of the actions of the Supervisory Board	219,491,546	50.12%	84.49%	218,707,851 (99.64%)	783,695 (0.36%)	117,347	!
Item 5: Approval and ratification of the actions of the Shareholders' Committee	211,442,194	48.28%	81.39%	210,658,593 (99.63%)	783,601 (0.37%)	477,795	!
Item 6: Appointment of auditors for fiscal 2016	228,436,696	52.16%	87.93%	227,307,444 (99.51%)	1,129,252 (0.49%)	608	!

	Valid votes cast = number of shares	Share of total registered capital stock	Share of registered capital stock related to ordinary shares	Yes Votes (% of valid votes)	No Votes (% of valid votes)	Abstentions	Proposal
<b>Item 7: Supervisory Board elections</b>							
a) Dr. rer. nat, Simone Bagel-Trah	228,437,004	52.16%	87.93%	209,850,198 (91.86%)	18,586,806 (8.14%)	300	!
b) Dr. rer. nat, Kaspar von Braun	228,161,477	52.10%	87.82%	208,901,112 (91.56%)	19,260,365 (8.44%)	275,827	!
c) Johann-Christoph Frey	228,386,250	52.15%	87.91%	211,536,898 (92.62%)	16,849,352 (7.38%)	51,054	!
d) Benedikt-Richard Freiherr von Herman	228,386,025	52.15%	87.91%	212,474,137 (93.03%)	15,911,888 (6.97%)	51,279	!
e) Timotheus Höttges	228,312,773	52.13%	87.88%	226,315,027 (99.12%)	1,997,746 (0.88%)	124,531	!
f) Prof. Dr. sc. nat. Michael Kaschke	228,152,028	52.09%	87.82%	226,703,831 (99.37%)	1,448,197 (0.63%)	285,276	!
g) Barbara Kux	228,313,206	52.13%	87.88%	226,734,206 (99.31%)	1,579,000 (0.69%)	124,098	!
h) Prof. Dr. oec. publ. Theo Siegert	228,312,128	52.13%	87.88%	227,187,052 (99.51)	1,125,076 (0.49%)	125,176	!

	Valid votes cast = number of shares	Share of total registered capital stock	Share of registered capital stock related to ordinary shares	Yes Votes (% of valid votes)	No Votes (% of valid votes)	Abstentions	Proposal
<b>Item 8: Shareholders' Committee elections</b>							
a) Prof. Dr. oec. HSG Paul Achleitner	228,277,478	52.12%	87.87%	208,550,118 (91.36%)	19,727,360 (8.64%)	159,826	!
b) Dr. rer. nat. Simone Bagel-Trah	228,403,757	52.15%	87.92%	211,092,351 (92.42%)	17,311,406 (7.58%)	33,547	!
c) Boris Canessa	228,386,540	52.15%	87.91%	213,063,855 (93.29%)	15,322,685 (6.71%)	50,764	!
d) Stefan Hamelmann	228,386,535	52.15%	87.91%	213,064,543 (93.29%)	15,321,992 (6.71%)	50,769	!
e) Dr. rer. pol. h.c. Christoph Henkel	228,386,792	52.15%	87.91%	210,603,391 (92.21%)	17,783,401 (7.79%)	50,512	!
f) Prof. Dr. rer. pol. Ulrich Lehner	228,313,657	52.13%	87.88%	208,406,661 (91.28%)	19,906,996 (8.72%)	123,647	!
g) Dr.-Ing., Dr.-Ing. E.h. Norbert Reithofer	228,313,381	52.13%	87.88%	227,959,203 (99.84%)	354,178 (0.16%)	123,923	!
h) Konstantin von Unger	228,386,665	52.15%	87.91%	212,612,789 (93.09%)	15,773,876 (6.91%)	50,639	!
i) Jean-François van Boxmeer	228,313,556	52.13%	87.88%	227,747,369 (99.75%)	566,187 (0.25%)	123,748	!
j) Werner Wenning	228,204,014	52.11%	87.84%	226,994,715 (99.47%)	1,209,299 (0.53%)	233,290	!