



**Annual General Meeting 2010
Extraordinary Meeting of Preferred Shareholders 2010**

Henkel AG & Co. KGaA

- Presence and Voting Results -

I. Annual General Meeting 2010

Presence:

Capital Stock	437,958,750 Euro (= 100%)
out of which are	
Ordinary shares	259,795,875 Euro (= 59.3%)
Preferred shares	178,172,875 Euro (= 40.7%)
Number of shares issued	437,958,750
out of which are	
Ordinary shares	259,795,875
Preferred shares	178,172,875
Number of shares represented	306,758,631 (= 70.05% of the total capital stock)
out of which are	
Ordinary shares	214,172,546 (= 82.44% of ordinary shares issued)
Preferred shares	92,613,085 (= 51.98% of preferred shares issued)

Voting Results:
(only ordinary shares carry voting rights)

	Valid votes cast = number of shares	Share of the capital stock represented hereby (total capital stock)	Share of the capital stock represented hereby (capital stock related to ordinary shares)	Yes Votes	No Votes	Abstentions	Proposal
Item 1: Presentation of annual financial statements and consolidated financial statements	212,216,257	48.46%	81.69%	212,215,805 (99.99%)	452 (0.01%)	1,951,854	✓
Item 2: Appropriation of profit	214,098,949	48.89%	82.41%	214,089,028 (99.99%)	9,921 (0.01%)	69,162	✓
Item 3: Approval and ratification of the actions of the Personally Liable Partner	214,155,446	48.90%	82.43%	214,129,787 (99.99%)	25,659 (0.01%)	12,665	✓
Item 4: Approval and ratification of the actions of the Supervisory Board	197,166,563	45.02%	75.89%	197,149,795 (99.99%)	16,768 (0.01%)	12,712	✓

	Valid votes cast = number of shares	Share of the capital stock represented hereby (total capital stock)	Share of the capital stock represented hereby (capital stock related to ordinary shares)	Yes Votes	No Votes	Abstentions	Proposal
Item 5: Approval and ratification of the actions of the Shareholders' Committee	192,218,931	43.89%	73.99%	192,217,036 (99.99%)	1,895 (0.01%)	2,119	✓
Item 6: Appointment of auditors	213,953,481	48.85%	82.35%	213,937,739 (99.99%)	15,742 (0.01%)	214,630	✓
Item 7: Supplementary Supervisory Board elections							
a) Johann-Christoph Frey	214,097,060	48.89%	82.41%	213,586,732 (99.76%)	510,328 (0.24%)	70,146	✓
b) Dr. Kaspar Freiherr von Braun	214,097,093	48.89%	82.41%	213,883,033 (99.90%)	214,060 (0.10%)	70,113	✓
Item 8: Approval of remuneration system for members of the Management Board	214,163,243	48.90%	82.44%	214,019,129 (99.93%)	144,114 (0.07%)	3,953	✓
Item 9: Amendment of Articles of Association (ARUG)	214,144,188	48.90%	82.43%	214,142,603 (99.99%)	1,585 (0.01%)	23,018	✓

	Valid votes cast = number of shares	Share of the capital stock represented hereby (total capital stock)	Share of the capital stock represented hereby (capital stock related to ordinary shares)	Yes Votes	No Votes	Abstentions	Proposal
Item 10: Authorization to purchase and appropriate Corporation's own shares	213,932,167	48.85%	82.35%	211,780,119 (98.99%)	2,152,048 (1.01%)	235,039	✓
Item 11: Authorized Capital 2010	214,159,676	48.90%	82.43%	211,769,217 (98.88%)	2,390,459 (1.12%)	7,530	✓

II. Extraordinary Meeting of Preferred Shareholders 2010

(Preferred shareholders only)

Presence:

Capital stock	437,958,750 Euro (= 100%)
out of which are	
Ordinary shares	259,795,875 Euro (= 59.3 %)
Preferrd Shares	178,172,875 Euro (= 40.7 %)
Number of preferred shares issued	178,172,875
Number of preferred shares represented	92,518,289
Capital Stock issued/Preferred Shares represented	21.12% / 53.20%

Voting results:

(Preferred shareholders only)

	Valid votes cast = number of shares	Share of the capital stock represented hereby (total capital stock)	Share of the capital stock represented hereby (capital stock related to preferred-shares)	Yes Votes	No Votes	Abstentions	Proposal
Item 2: Resolution of AGM with respect to Authorized Capital 2010	92,499,011	21.12%	51.92%	82,390,906 (89.07%)	10,108,105 (10.93%)	17,153	✓