

Shareholder Countermotions / Nominations
for the
Annual General Meeting of Henkel AG & Co. KGaA
on April 15, 2013

Status: April 3, 2013

Below you will find all shareholders' proposals (countermotions and election nominations as defined in section 126 and 127 AktG) relating to items on the Agenda for the Annual General Meeting on April 15, 2013 which have to be made available. In each case, the shareholders' proposals and their supporting statements were posted on the Internet unchanged and unchecked by us to the extent that they are required to be made available.

Any possible comments of the Administration will equally be made available on this site.

If you want to support announced shareholders' proposals please vote "no" on the respective agenda items.

Note: This version of the Shareholders' Proposals, prepared for the convenience of English-speaking readers, is a translation of the German original. For the purpose of interpretation, the German text shall be authoritative and final.

Mr. Wilm Diedrich Müller, Neuenburg, proposes the following counter motions:

A To agenda item 1, approval of the annual financial statements:

To the company Henkel AG & Co. KGaA, headquartered in Düsseldorf, a city on the River Rhine

Sender: Person Wilm Diedrich Mueller, Am Markt 3, 26340 Neuenburg an der Bullenmeersbäke

Counter motion to agenda item number one
#####

People, I have proposed herewith that no annual financial statements be approved for fiscal year 2012.

The reasoning behind my proposal is that, to date, I have not received any annual financial statements with the heading "Firma Henkel AG & Co. KGaA" and I do not wish to approve any annual financial statements that are unknown to me.

Above-named person Mueller

B To agenda item 2, appropriation of profit:

Without notification to the company Reederei Herbert Ekkenga AG with International Securities Identification Number 828830 and company headquarters in Bad Zwischenahn, a village on the south bank of the lake "Zwischenahner Meer"

To the company Henkel AG & Co. KG aA, headquartered in Düsseldorf, a city on the River Rhine

Sender: Person Wilm Diedrich Mueller
Am Markt 3, 26340 Neuenburg an der Bullenmeersbäke
Phone: +49 157 8925 0101

Elective proposal concerning agenda item number two
#####

People, I have proposed herewith that – contrary to the proposal according to your invitation – a dividend be paid not in the currency of the euro, but that precisely one share of the above-mentioned company Reederei be purchased for the money suitable for distribution, so that, by means of an appropriate lottery process, said share may be distributed to all shareholders of the above-mentioned company Henkel, which process will ensure that the same purchased share will be assignable with the same probability to each share of the above-mentioned company Henkel.
The rest of the money suitable for distribution could be transferred to retained earnings.

The reasoning behind my elective proposal is that shares are the better money.

Above-named person Mueller

C To agenda item 3, approval and ratification of the actions of the Personally Liable Partner:

To the company Henkel AG & Co. KG aA, headquartered in Düsseldorf on the Rhine

Sender: Person Wilm Diedrich Mueller
Am Markt 3, 26340 Neuenburg an der Bullenmeersbäke
Phone: 0049 157 8925 0101

Proposal for agenda item number three
#####

People, I have proposed herewith that the actions of the Personally Liable Partner in fiscal year 2012 be approved and ratified.

The reasoning behind this countermotion is that I am very satisfied that, at the Annual General Meeting on April 16 in the same fiscal year 2012, the resolution for the appropriation of profit was dealt with in perfect democratic fashion.

Above-named person Mueller

D To Item 4, approval and ratification of the actions of the Supervisory Board:

To the company Henkel AG & Co KG aA
Sender: Person Wilm Diedrich Mueller
Am Markt 3, 26340 Neuenburg an der Bullenmeersbäke
Phone: 0049 157 8925 0101

Countermotion to agenda item number four
#####

People, I have herewith proposed that the actions of no member of the Supervisory Board of the above-mentioned company Henkel in fiscal year 2012 be approved or ratified.

The reasoning behind my proposal is that my memory is so bad that I really do occasionally have to make notes.

Instead of developing detergents and adhesives, the above-mentioned company Henkel would do better to develop a method of perfecting my memory.

Above-named person Mueller

End of counterproposals

Henkel AG & Co. KGaA
D-40191 Düsseldorf
Germany

Ordinary Shares ISIN: DE 0006048408 // Preferred Shares ISIN: DE 0006048432
Listing: Official market Frankfurt a/M sub-segment entailing additional post-admission obligations (Prime Standard), Berlin-Bremen, Düsseldorf, Hamburg, Hanover, Munich and Stuttgart