

Annual General Meeting 2012

Henkel AG & Co. KGaA

- Presence and Voting Results -

Annual General Meeting 2012

Presence:

Capital Stock	437,958,750 Euro (= 100%)
out of which are	
Ordinary shares	259,795,875 Euro (= 59.32%)
Preferred shares	178,172,875 Euro (= 40.68%)
Number of shares issued	437,958,750
out of which are	
Ordinary shares	259,795,875
Preferred shares	178,172,875
Number of shares present	234,927,426 (= 53.64% of the total capital stock)
out of which are	
Ordinary shares	217,333,357 (= 83.66% of ordinary shares issued)
Preferred shares	17,594,069 (= 9.87% of preferred shares issued)
Number of postal voting (Ordinary shares)	9,072,377 (= 3.49% of ordinary shares issued)
Number of shares represented in total	243,999,803 (= 55.71% of the total capital stock)
out of which are	
Ordinary shares	226,405,734 (= 87.15% of ordinary shares issued)
Preferred shares	17,594,069 (= 9.87% of preferred shares issued)

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

	Valid votes cast = number of shares	Share of total capital stock	Share of capital stock related to ordinary shares	Yes Votes	No Votes	Abstentions	Proposal
Item 1: Approval of annual financial statements	226,492,505	51.72%	87.18%	226,479,328 (99.99%)	13,177 (0.01%)	4,160	✓
Item 2: Appropriation of profit	226,495,534	51.72%	87.18%	226,488,644 (99.99%)	6,890 (0.01%)	1,121	✓
Item 3: Approval and ratification of the actions of the Personally Liable Partner	226,454,385	51.71%	87.17%	226,347,367 (99.95%)	107,018 (0.05%)	42,280	✓
Item 4: Approval and ratification of the actions of the Supervisory Board	204,993,889	46.81%	78.91%	204,856,031 (99.93%)	137,858 (0.07%)	2,978,592	✓
Item 5: Approval and ratification of the actions of the Shareholders' Committee	205,210,156	46.86%	78.99%	205,101,956 (99.95%)	108,200 (0.05%)	314,513	✓
Item 6: Appointment of auditors for fiscal 2012	226,495,180	51.72%	87.18%	226,477,092 (99.99%)	18,088 (0.01%)	1,460	✓

	Valid votes cast = number of shares	Share of total capital stock	Share of capital stock related to ordinary shares	Yes Votes	No Votes	Abstentions	Proposal
Item 7: Supervisory Board elections							
a) Dr. rer. nat. Simone Bagel-Trah	226,113,117	51.63%	87.03%	224,177,472 (99.14%)	1,935,645 (0.86%)	383,548	✓
b) Dr. rer. nat. Kaspar von Braun	226,083,502	51.62%	87.02%	225,924,089 (99.93%)	159,413 (0.07%)	413,163	✓
c) Boris Canessa	226,083,181	51.62%	87.02%	225,921,842 (99.93%)	161,339 (0.07%)	413,484	✓
d) Ferdinand Groos	226,083,373	51.62%	87.02%	225,941,855 (99.94%)	141,518 (0.06%)	413,292	✓
e) Béatrice Guillaume-Grabisch	226,083,643	51.62%	87.02%	225,940,625 (99.94%)	143,018 (0.06%)	413,022	✓
f) Prof. Dr. sc. nat. Michael Kaschke	226,083,038	51.62%	87.02%	225,833,434 (99.89%)	249,604 (0.11%)	413,627	✓
g) Thierry Paternot	225,812,210	51.56%	86.92%	225,527,913 (99.87%)	284,297 (0.13%)	684,455	✓
h) Prof. Dr. oec. publ. Theo Siegert	225,812,221	51.56%	86.92%	225,456,642 (99.84%)	355,579 (0.16%)	684,444	✓

	Valid votes cast = number of shares	Share of total capital stock	Share of capital stock related to ordinary shares	Yes Votes	No Votes	Abstentions	Proposal
Item 8: Shareholders' Committee elections							
a) Prof. Dr. oec. HSG Paul Achleitner	225,848,225	51.57%	86.93%	225,623,259 (99.90%)	224,966 (0.10%)	648,440	✓
b) Dr. rer. nat. Simone Bagel-Trah	226,151,985	51.64%	87.05%	220,968,523 (97.71%)	5,183,462 (2.29%)	344,680	✓
c) Johann-Christoph Frey	226,119,198	51.63%	87.04%	225,962,376 (99.93%)	156,822 (0.07%)	377,467	✓
d) Stefan Hamelmann	226,116,036	51.63%	87.04%	225,867,835 (99.89%)	248,201 (0.11%)	380,629	✓
e) Dr. rer. pol. h.c. Christoph Henkel	226,116,243	51.63%	87.04%	225,866,450 (99.89%)	249,793 (0.11%)	380,442	✓
f) Prof. Dr. rer. pol. Ulrich Lehner	225,840,700	51.57%	86.93%	208,765,666 (92.44%)	17,075,034 (7.56%)	655,965	✓
g) Dr.-Ing.. Dr.-Ing E.h. Norbert Reithofer	226,119,264	51.63%	87.04%	225,978,364 (99.94%)	140,900 (0.06%)	377,401	✓
h) Mr. Konstantin von Unger	226,119,262	51.63%	87.04%	225,353,681 (99.66%)	765,581 (0.34%)	377,403	✓
i) Karel Vuursteen	225,848,025	51.57%	86.93%	224,956,062 (99.61%)	891,963 (0.39%)	648,640	✓
j) Werner Wenning	225,848,258	51.57%	86.93%	224,940,652 (99.60%)	907,606 (0.40%)	648,338	✓

	Valid votes cast = number of shares	Share of total capital stock	Share of capital stock related to ordinary shares	Yes Votes	No Votes	Abstentions	Proposal
Item 9: Approval of conclusion of an amendment agreement to modify the existing control and profit and loss transfer agreement between Henkel AG & Co. KGaA and Elch GmbH	226,494,913	51.72%	87.18%	226,494,645 (99.99%)	268 (0.01%)	1,752	✓
Item 10: Approval of amendment to Article 17 and Article 33 of the Articles of Association	226,494,766	51.72%	87.18%	226,327,949 (99.93%)	166,817 (0.07%)	1,899	✓