



## Media Release

Geneva, 19 March 2015

## Annual General Meeting 2015

- All proposals by the Board of Directors approved
- 14<sup>th</sup> consecutive dividend increase: 6.4% increase vs 2014
- Michael Carlos and Ingrid Deltenre elected as new Board members

The Annual General Meeting of Givaudan SA, the world leader in fragrances and flavours, took place on 19 March 2015. It was attended by 393 shareholders or proxies, representing 4,685,346 shares (50.74% of a total of 9,233,586 registered shares).

The Annual General Meeting approved the Annual Report, the annual financial statements and the consolidated financial statement 2014 with 98.97% of votes and discharged the members of the Board of Directors with 97.35% of votes.

With 91.67% of votes, it also approved the company's compensation report on a consultative basis.

The Annual General Meeting approved a distribution to the shareholders of CHF 50.00 per share. The total amount of this distribution will be made out of reserves for additional paid-in capital which Givaudan shows in its balance sheet as per the end of 2014.

Further, the Annual General Meeting approved the amendments to article 12 and article 15 of the articles of incorporation of the company, to account for the changes in the Swiss Code of Obligations.

Apart from Dr. Nabil Sakkab, who retired at the Annual General Meeting, all other current members of the Board of Directors were re-elected, each for a term of one year until the next Annual General Meeting in 2016, in accordance with the legal requirements and the Givaudan's Articles of Incorporation:

- Dr. Jürg Witmer (who was also elected as Chairman)
- André Hoffmann
- Lilian Biner
- Peter Kappeler
- Thomas Rufer
- Prof. Dr. Werner Bauer
- Calvin Grieder

In addition, Michael Carlos and Ingrid Deltenre were elected as new Board members also for a term of one year each.



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The Annual General Meeting re-elected the following Board members to the Compensation Committee until the next Annual General Meeting:

- André Hoffmann
- Peter Kappeler
- Prof. Dr. Werner Bauer

Mr Manuel Isler, attorney-at-law, was re-elected as independent shareholder representative until the next Annual General Meeting in 2016 and Deloitte SA was re-elected as auditors for the financial year 2015.

Finally, the Annual General meeting approved the remuneration for the Board of Directors and the Executive Committee. In particular, it approved:

- the maximum aggregate amount of compensation of the Board of Directors for the term until the 2016 Annual General Meeting of CHF 3,300,000, by 96.13% of the votes,
- the aggregate amount of short term variable compensation of the Executive Committee for the fiscal year 2014 of CHF 2,266,841, by 97.64% of the votes and
- the maximum aggregate amount of fixed compensation and long-term variable compensation of the Executive Committee for the fiscal year 2015 of CHF 15,500,000, by 92.60% of the votes.

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