

SSF Members' Assembly:

Active ownership on the rise? - The impact of the Minder initiative

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Presence at AGMs on the rise

- Minder legislation: voting became mandatory from January 1st, 2015
- Guidelines for institutional investors on how to execute their participation rights with public companies

Company	AGM presence 2015	AGM presence 2014	Increase
Adecco	61.20%	54.50%	6.70%
Givaudan	50.70%	44.40%	6.30%
Syngenta	54.70%	48.50%	6.20%
Actelion	58.30%	52.20%	6.10%
Nestlé	52.70%	47.30%	5.40%
UBS	56.80%	51.90%	4.90%
ABB	52.30%	47.80%	4.50%
Zurich Insurance	40.60%	39.30%	1.30%

Payment levels of BoD members decline

- There has been **a change in mentality** – mainly due to the Minder Initiative, along with public pressure against excessive salaries. However, by international comparison, remuneration is still above average

- Average remuneration according to market cap:
 - BoD SMI:  CHF 6'356'000 (previous year: CHF 6'470'000)
 - Chairman SMI  CHF 2'582'000 (previous year: CHF 2'962'000)
 - BoD SPI Extra:  CHF 1'960'000 (previous year: CHF 2'010'000)
 - Chairman SPI Extra:  CHF 525'000 (previous year: CHF 498'000)

Increase of transparency

- Clearly **more transparency** when communicating and explaining remuneration models
- Increasingly shares are disclosed at **market values (fair values)** and not tax based values
- Still room for improvement concerning disclosure of **key drivers (KPIs)** for variable compensation

MOBIMO HOLDING

 **intershop**

RIETER

 **FEINTOOL**


LINDT & SPRÜNGLI

KUONI

SULZER

Siegfried

Further findings

- Trend to convert **bearer shares into registered shares**
- Improved participation rights through **lower thresholds** for including items in the agenda of the AGM
- SMI companies have made progress in terms of **gender diversity**
- **Decision to delist** must be taken by shareholders and not solely BoD
- Auditors independence should not be compromised by performing **non-audited services**

Conclusions

- Heading in the right direction
- «One share - one vote» must be implemented
- CSR-Reporting not on the agenda
- Switzerland still has room for improvement
- But always think about the value added!