



COMPAGNIE FINANCIERE TRADITION S.A.  
Rue de Langallerie 11 - CH 1003 Lausanne  
Case postale 7559 - CH 1002 Lausanne  
Telephone 021 / 343 52 87  
Fax 021 / 343 55 30  
[www.tradition.com](http://www.tradition.com)  
assemblee.generale@tradition.ch

**Shareholders are invited to attend the  
ANNUAL GENERAL MEETING**

**to be held at the Hotel Beau-Rivage Palace, Lausanne, on Thursday, 19 May 2016, at 3.00 pm**

**Agenda and proposals of the Board of Directors**

**1. Presentation of the Annual Report, the Company financial statements and the consolidated financial statements for the year ended 31 December 2015; presentation of the Auditors' Report**

The Board of Directors proposes that the Annual Report, the Company financial statements and the consolidated financial statements for the 2015 financial year be approved.

**2. Appropriation of available earnings 2015**

	<u>CHF</u>	<i>CHF 000</i>
Retained earnings brought forward	123,150	
Net profit for the year	44,186	
Movements in the reserve for treasury shares	- 9,024	
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Available earnings	158,312	
 <i><u>Proposed appropriation of available retained earnings for 2015</u></i>		
Dividend of CHF 3.50 per bearer share with a nominal value of CHF 2.50, for a maximum of 7,042,2018 shares. (Excluding treasury shares)	-23,449	
Retained earnings carried forward	134'863	

Compagnie Financière Tradition shares will go ex-dividend on 27 May 2016.  
The dividend payment date is 25 May 2016.

**3. Discharge to be granted to Directors and Executive Board members**

The Board of Directors proposes that discharge be granted, in a single vote, to its Directors and members of the Executive Board for the 2015 financial year.

**4. Aggregate compensation for Directors for the 2017 calendar year.**

The Board of Directors proposes that shareholders approve the maximum aggregate amount of compensation for Directors for the 2017 calendar year, namely CHF 310,000.

**5. Aggregate compensation for members of the Executive Board for the 2017 calendar year.**

The Board of Directors proposes that shareholders approve the maximum aggregate amount of compensation for the members of the Executive Board for the 2017 calendar year, namely CHF 17,000,000.

## **6. Re-election of Directors**

The Board of Directors proposes that each of the following Directors who are standing for re-election be individually re-elected to office for a term of one-year ending at the next Annual General Meeting:

- 6.1 Mr Patrick Combes
- 6.2 Mr François Carrard
- 6.3 Mr Hervé de Carmoy
- 6.4 Mr Jean Marie Descarpenteries
- 6.5 Mr Christian Goecking
- 6.6 Mr Pierre Languetin
- 6.7 Mr Robert Pennone
- 6.8 Mr Urs Schneider

## **7. Re-election of the Chairman of the Board of Directors**

The Board of Directors proposes that Mr Patrick Combes be re-elected as Chairman of the Board for a one-year term of office.

## **8. Re-election of the Remuneration Committee**

The Board of Directors proposes that each of the following members of the Remuneration Committee who are standing for re-election be individually re-elected to office for a term of one year:

- 8.1 Mr François Carrard
- 8.2 Mr Christian Goecking

## **9. Re-appointment of the Independent Auditors**

The Board of Directors proposes that Ernst & Young SA, Lausanne, be re-appointed for a one-year term, terminating at the conclusion of the Annual General Meeting of Shareholders to be held in 2017 to approve the financial statements for the year ended 31 December 2016.

## **10. Re-election of the Independent Proxy**

The Board of Directors proposes that Mr Martin HABS, notary, of Place Benjamin-Constant 2, case postale 7140, CH-1002 Lausanne, be re-elected as the Independent Proxy.

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### **Documents**

The reports of the Directors and the Auditor for the 2015 financial year will be available to shareholders on the Company's website, [www.tradition.com](http://www.tradition.com) and at its General Secretariat, from 27 April 2016.

### **Personal attendance**

Shareholders must obtain their attendance cards no later than 13 May 2016 from Banque Cantonale Vaudoise, Credit Suisse AG, or UBS S.A. The cards will be issued upon deposit of the shares or upon presentation of an "avis de blocage" [retention notice] from a bank.

### **Delegation of powers in writing or electronically**

Shareholders who do not personally attend the General Meeting may be represented by the Independent Proxy, Mr Martin Habs, notary, either (i) by mailing the original completed attendance card to him at the following address: Place Benjamin-Constant 2, Case postale 7140, CH-1002 Lausanne, or alternatively (ii) by scanning the completed attendance card and sending it electronically in PDF format to the following e-mail address: [representant-independent-CFT@phcnot.ch](mailto:representant-independent-CFT@phcnot.ch)

These two methods are mutually exclusive; it is not necessary to send back the attendance card by post if you vote electronically and vice-versa.

However, in the event of communication by both post and electronically, and should there be a contradiction in the two sets of instructions given to the Independent Proxy, the written instructions will take precedence. In the event of

contradiction between successive instructions given electronically, the Independent Proxy will abstain from voting, due to a lack of a clear, unequivocal intention expressed by the shareholder.

Lausanne, 27 April 2016

**Board of Directors**

**This Notice is available on our website at [www.tradition.com](http://www.tradition.com)  
Une version française est également disponible sur ce site**