



COMPAGNIE FINANCIERE TRADITION S.A.
Rue de Langallerie 11 - CH 1003 Lausanne
Case postale 7559 - CH 1002 Lausanne
Telephone 021 / 343 52 90
Fax 021 / 343 55 30
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
Tuesday, 7 June 2011, at 3.00 pm**

Agenda and proposals of the Board of Directors

1. - **Presentation of the annual report, the Company financial statements and the Group financial statements for the year ended 31 December 2010;**
- **presentation of the Independent Auditors' Report.**

Proposed resolution of the Board of Directors

The Board of Directors proposes that the Annual Report, the Company financial statements and the Group financial statements for the 2010 financial year be approved.

2. **Proposed resolution on the appropriation of available earnings for 2010**

	<u>CHF</u> <u>CHF 000</u>
Income brought forward	16,403
Movements in the reserve for treasury shares	1,914
Net profit for the year	48,326
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Available earnings	66,643
 <u>Proposed appropriation of available retained earnings for 2010</u>	
Dividend of CHF 5.00 per bearer share of CHF 2.50 nominal value	30,764
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Retained earnings carried forward	35,879

If this resolution is adopted, an amount not exceeding CHF 5.00 gross, or CHF 3.25 net after deduction of withholding tax of 35%, will be payable on or after 15 June 2011 upon presentation of coupon No. 13 to the Bank Cantonale Vaudoise, Lausanne.

Ex-div. date: 9 June 2011 (date on which Compagnie Financière Tradition S.A. shares will go ex-dividend).

Record date : 14 June 2011 (date on which SIX SIS AG calculates positions).

3. Discharge for Board of Directors.

The Board of Directors proposes that discharge be given to Directors for the 2010 financial year.

4. Election of the Independent Auditors

The term of office of the Independent Auditors (within the meaning of Section 727 of the Swiss Code of Obligations) having expired, the Board of Directors is proposing that Ernst & Young S.A., Lausanne, be elected to hold office for one year, terminating at the conclusion of the Annual General Meeting of Shareholders to be held in 2012 to approve the financial statements for the year ended 31 December 2011.

5. Renewal of authorised share capital.

The Board of Directors proposes to extend for a further period of two years, until 7 June 2013, the authorisation granted to the Board to increase the share capital by a maximum amount of CHF 5,758,327.50 through the issuance of a maximum of 2,303,331 new bearer shares of CHF 2.50 nominal each, fully paid-up and to amend Article 5(3) of the Articles of Association as follows.

Article 5

Share capital

(Paragraphs 1 and 2 unchanged)

Authorised share capital

The Board of Directors shall be authorised, up to and including 7 June 2013, to increase the share capital in an amount not exceeding CHF 5,758,327.50, through the issuance of up to 2,303,331 bearer shares with a nominal value of CHF 2.50 each, fully paid-up. The Board of Directors shall determine the issue price.

(Paragraph 4 unchanged)

Documents

The annual report and the report of the Auditors for the 2010 financial year will be available for inspection by shareholders from 18 May 2011 at the Company's general secretariat, where printed copies may be ordered.

Attendance cards

Shareholders must obtain their attendance cards no later than 3 June 2011 from Banque Cantonale Vaudoise, Crédit Suisse, 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.

Appointment of a proxy

Shareholders who are unable to attend the General Meeting are entitled to appoint a representative to act on their behalf, particularly Compagnie Financière Tradition S.A. or the independent representative (within the meaning of Sec. 689c CO), Mr. Antoine Perrin, notary (place Benjamin-Constant 2, Case postale 7140, CH-1002 Lausanne). Appointment of a proxy must be made in writing. In the event that Compagnie Financière Tradition S.A. is the appointed proxy, it will vote in favour of the proposed resolutions of the Board of Directors, unless expressly instructed otherwise.

Custodians acting as representatives

Custodians acting as representatives, within the meaning of Sec. 689d CO, are requested to inform the Company, as early as possible, but no later than 6 June 2011, of the number of share they represent. Custodians acting as representatives are deemed to be entities subject to and governed by the Federal Bank Act, and professional asset managers.

Lausanne, 18 May 2011

Board of Directors

This Notice is available on our website www.tradition.com