

At the time of distribution of this invitation, the organization of public and private events is prohibited according to Article 6 of Ordinance 2 on measures to combat the coronavirus (COVID-19) (COVID-19 Ordinance 2). The Board of Directors has therefore decided – on the basis of Article 6a of the COVID-19 Ordinance 2 – that shareholders who are entitled to vote may exercise their rights exclusively through the Independent Proxy. Physical participation in the General Meeting is not possible. Thank you for your understanding.

## Proxy form

### 87<sup>th</sup> Ordinary General Meeting of DKSH Holding Ltd. on May 13, 2020

You can issue your power of attorney and voting instructions to the Independent Proxy either electronically or in writing (by post):

#### Electronic response (deadline: May 11, 2020, 12:00 noon CEST)

If you like to issue your power of attorney and voting instructions to the Independent Proxy electronically, please go to [www.netvote.ch/dksh](http://www.netvote.ch/dksh) or scan the adjacent QR code. Please use the login data below:



Username:

Password:

#### Postal response reply form (we must have received your reply form at the address indicated on the reply envelope by May 11, 2020, at the latest)

☐ I/we duly authorize the Independent Proxy, Mr. Ernst A. Widmer, Quadra Rechtsanwälte AG, Marktgasse 12, Postfach, CH-8021 Zürich, Switzerland or, should he not be available, the Independent Proxy as appointed by the Board of Directors as substitute, to duly represent me/us at the Ordinary General Meeting 2020.

**Upon due execution of this form I/we authorize the respective Independent Proxy to vote in accordance with the proposals of the Board of Directors save for any deviating written instructions (incl. general instructions) in a given case. This also applies to additional agenda items or amendments to the published agenda items. Instructions to the Independent Proxy deviating from the proposals of the Board of Directors may be given on the back of this page.**

**The granting of proxy by post shall only be recognized if the form is validly signed.**

Date: \_\_\_\_\_

Signature: \_\_\_\_\_

Signature<sup>1</sup>: \_\_\_\_\_

<sup>1</sup> A second signature is mandatory if it is required to make a proxy legally valid.

**Instruction form**

Voting instructions to the Independent Proxy

<b><u>Specific instructions</u></b>		<b>Yes</b>	<b>No</b>	<b>Abstain</b>
<b>1. Approval of the Financial Statements of DKSH Holding Ltd. and the Group Consolidated Financial Statements of the DKSH Group for the Financial Year 2019; Reports of the Statutory Auditors</b>	Approval of the Financial Statements of DKSH Holding Ltd. and the Group Consolidated Financial Statements of the DKSH Group for the financial year 2019	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>2. Appropriation of available earnings as per balance sheet 2019 and declaration of dividend</b>	Distribution of a dividend as proposed in the invitation	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>3. Discharge from liability of the members of the Board of Directors and of the Executive Committee for the financial year 2019</b>	Granting of discharge from liability to each member of the Board of Directors and of the Executive Committee for the financial year 2019	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>4. Approval of the compensation of the members of the Board of Directors and the Executive Committee</b>				
4.1 Compensation of the Board of Directors	Approval of the maximum aggregate amount of the compensation of the Board of Directors for the term of office until the next Ordinary General Meeting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.2 Compensation of the Executive Committee	Approval of the maximum aggregate amount of the compensation of the members of the Executive Committee for the financial year 2021	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>5. Re-elections of the members of the Board of Directors, election of the Chairman of the Board of Directors and elections of the members of the Nomination and Compensation Committee</b>				
5.1 Re-elections of the members of the Board of Directors		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Dr. Wolfgang Baier		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Mr. Jack Clemons		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Mr. Marco Gadola		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Dr. Frank Ch. Gulich		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Mr. Adrian T. Keller		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Mr. Andreas W. Keller		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Ms. Prof. Dr. Annette G. Köhler		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Dr. Hans Christoph Tanner		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Ms. Eunice Zehnder-Lai		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.2 Election of the Chairman of the Board of Directors	Election of Mr. Marco Gadola as Chairman of the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.3 Elections of the members of the Nomination and Compensation Committee				
Re-election of Dr. Frank Ch. Gulich		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Re-election of Ms. Eunice Zehnder-Lai		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Election of Mr. Adrian T. Keller		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>6. Re-election of the Statutory Auditors</b>	Re-election of Ernst & Young Ltd., Zurich, as Statutory Auditors of DKSH Holding Ltd. for the financial year 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>7. Re-election of the Independent Proxy</b>	Re-election of Mr. Ernst A. Widmer, Zurich, as Independent Proxy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**General Instructions**

In case of unannounced proposals to agenda items or if new agenda items are being proposed (art. 700 para. 3 CO) I/we authorize the Independent Proxy to vote as follows:

- ☐ According to the proposal of the Board of Directors  
☐ Against unannounced proposals and/or new agenda items  
☐ Abstain from voting

**Please tick the relevant box. Signature on front side.**

**To the extent that you do not issue any specific instruction in relation to the individual agenda items set out above (including in relation to proposals not mentioned in the invitation), you hereby instruct the Independent Proxy to vote pursuant to the proposals of the Board of Directors.**

**(The original German text is binding)**