

**Ordinary
Shareholders' Meeting 2012**
Helvetia Holding AG



There are 1497 participants with voting power present at this shareholders' meeting. Together, they cover for 5,844,595 own and proxy votes; that is 67.55% of the whole share capital of 8,652,875 shares.

Of these:

- 847,933 votes are represented by Helvetia's corporate body,
- 0 votes are represented by depositaries in terms of Art. 689 OR,
- 1,688,203 votes are represented by the independent proxy, lawyer Daniel Bachmann, St.Gallen.

The statutory representation demands are adhered to.

Proposal «Election of scrutineers»



Rolf Schmitter

former Member of Management
UBS AG, St.Gallen

Martin Künzler

Member of Management
St.Galler Kantonalbank, St.Gallen

Result «Election of scrutineers»



5,815,396 **Yes votes** = **99.8%**

3,251 **No votes** = **0.1%**

3,251 **Abstentions from voting** = **0.1%**

The absolute majority was reached.

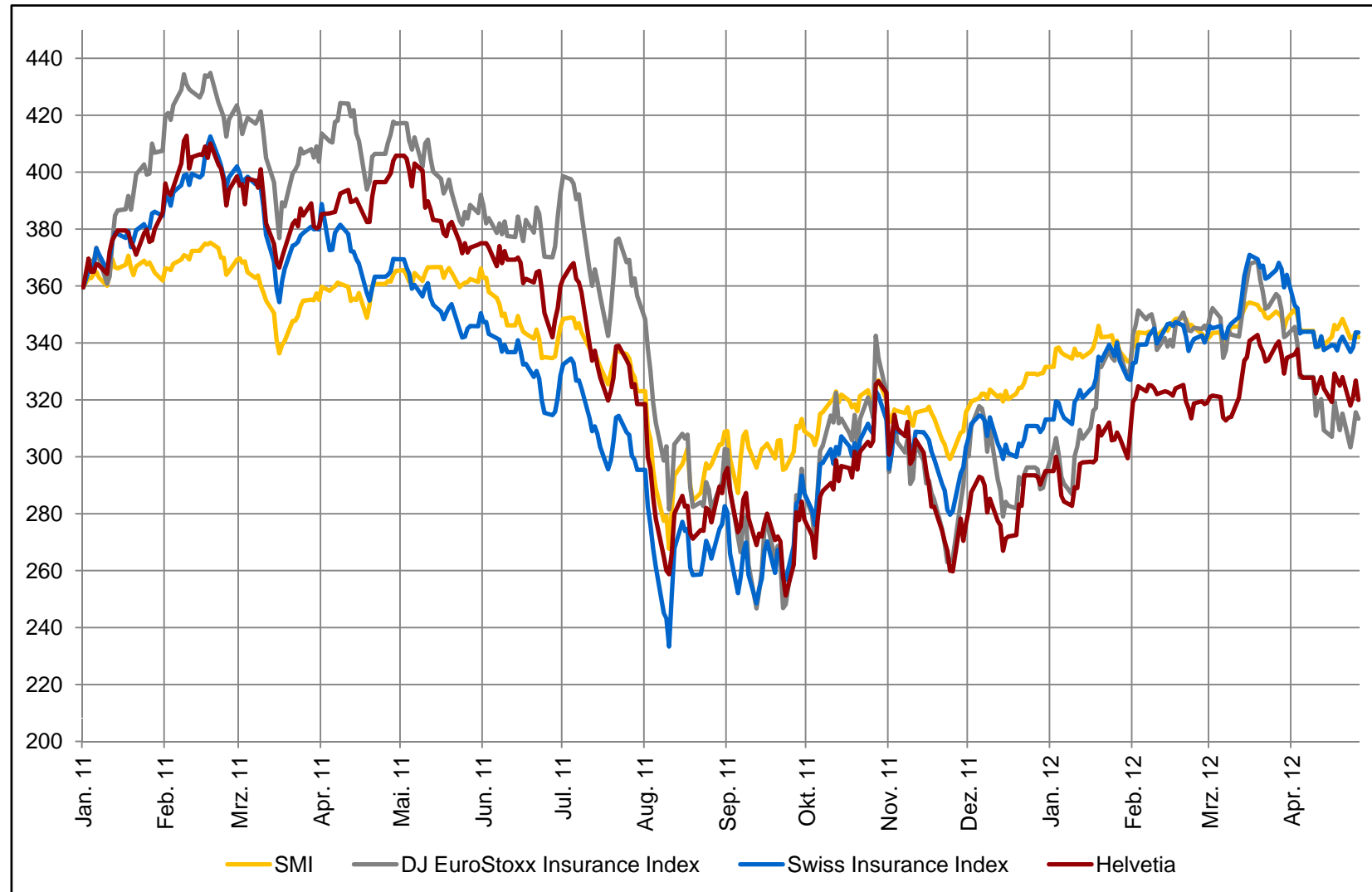
Approval of

- the Annual Report
- the Annual Financial Statements
- the Consolidated Financial Statements 2011

Acceptance of the Reports from the Statutory Auditors

Helvetia in intrasector comparison

1.1.2011 to 26.04.2012



Results 2011

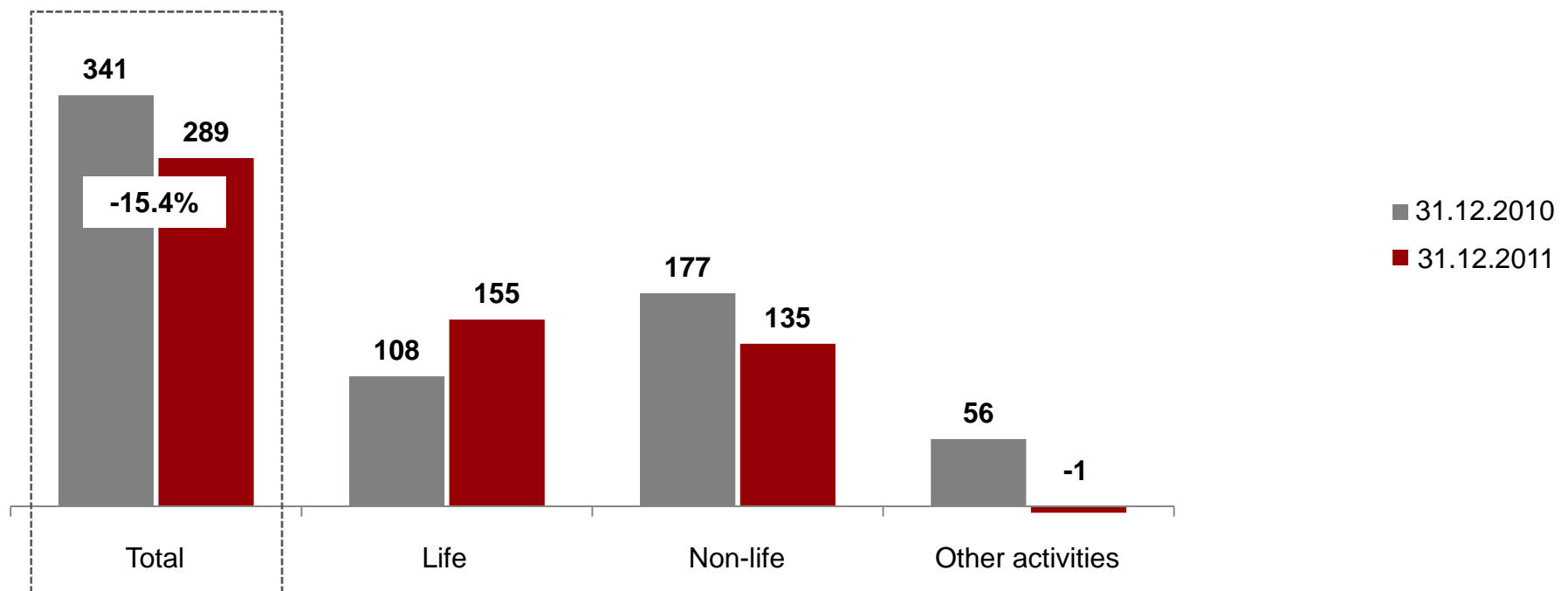
Stefan Loacker
Group CEO



helvetia

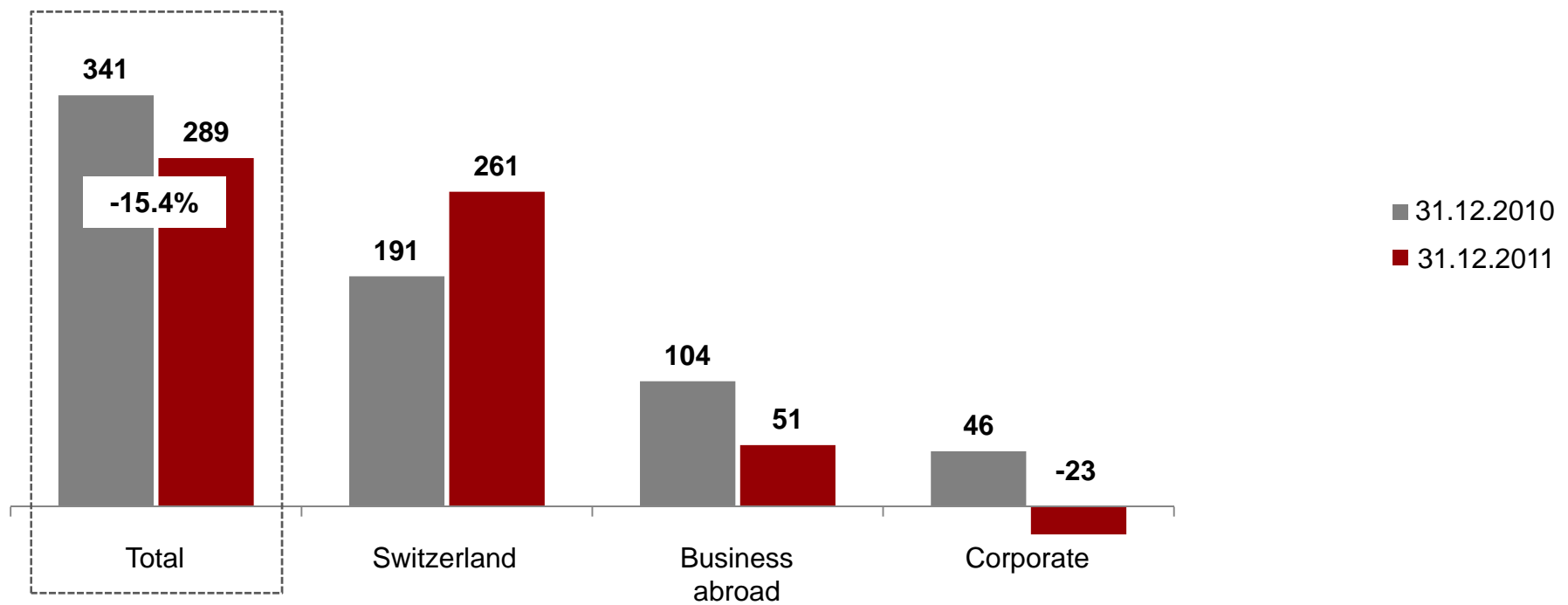
Result by business area

(in CHF million)



Result by geography

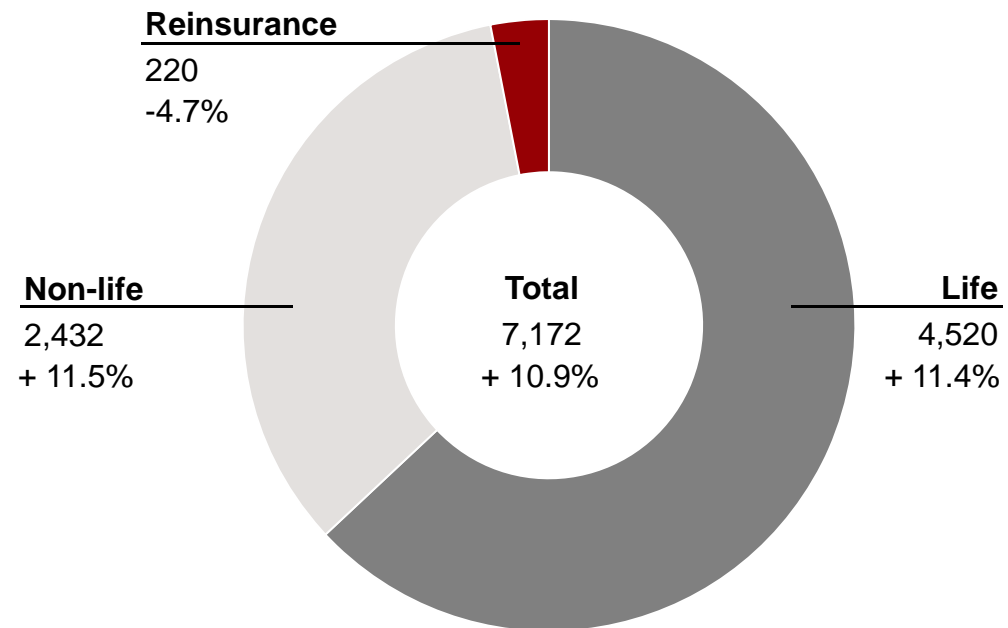
(in CHF million)



Group business volume



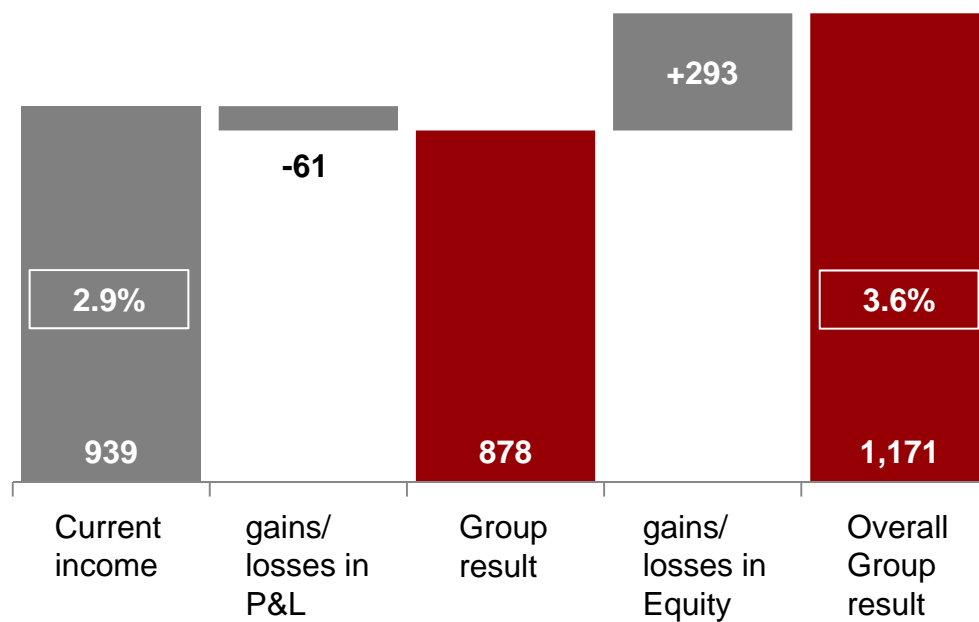
(in CHF million)



Investments - overall performance

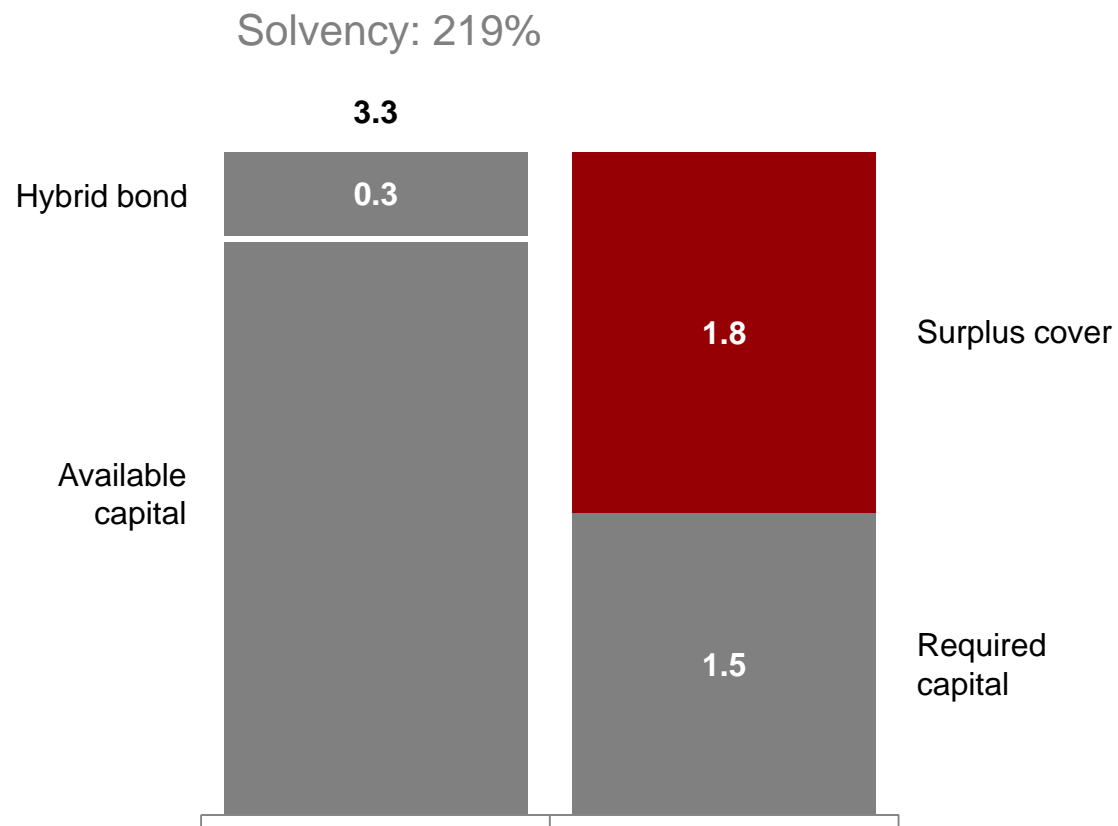


(in CHF million)



Group solvency

(in CHF billion)





Approval of

- the Annual Report
- the Annual Financial Statements
- the Consolidated Financial Statements 2011

Agenda item 1: voting results

Approval of Annual Report, Annual Financial Results and Consolidated Financial Results by:

5,821,521 **Yes votes** = **99.8%**

11,697 **No votes** = **0.2%**

2,214 **Abstentions from voting** = **0.0%**

The absolute majority was reached.

Ratification of the Officers' acts

Ratification of

- the members of the Board of directors and
- the Executive Management

vis à vis their activities in the business year 2011

Agenda item 2: voting results

Ratification of the Officers' acts by:

4,962,351 **Yes votes** = **99.8%**

4,451 **No votes** = **0.1%**

5,004 **Abstentions from voting** = **0.1%**

The absolute majority was reached.

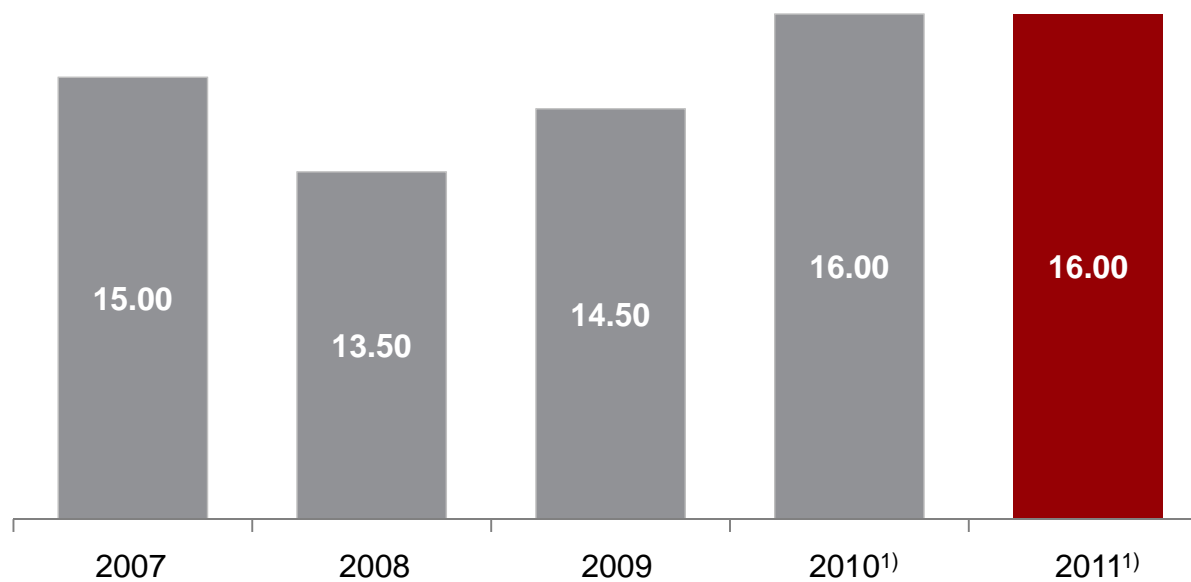
Appropriation of the net profit for the year

Appropriation of the net profit for the year

| | | |
|---|------------|--------------------|
| Profit carried forward from 2010 | CHF | 70,440,316 |
| Release of reserve from capital contributions | CHF | 69,223,000 |
| Profit for the period | CHF | 137,050,374 |
| At the disposal of the Shareholders' Meeting | CHF | 276,713,690 |
| Dividend of CHF 16.00 per registered share | CHF | 138,446,000 |
| Allocation to free reserves | CHF | 0 |
| Profit carried forward to new account | CHF | 138,267,690 |

Agenda item 3: proposal

Dividend per share in CHF



¹⁾ thereof CHF 8.00 from the capital contribution reserves

Agenda item 3: voting results

Approval of the appropriation of the net profit by:

5,830,548 **Yes votes** = **100.0%**

2,436 **No votes** = **0.0%**

2,052 **Abstentions from voting** = **0.0%**

The absolute majority was reached.

Election to the Board of Directors

Today's Board of directors



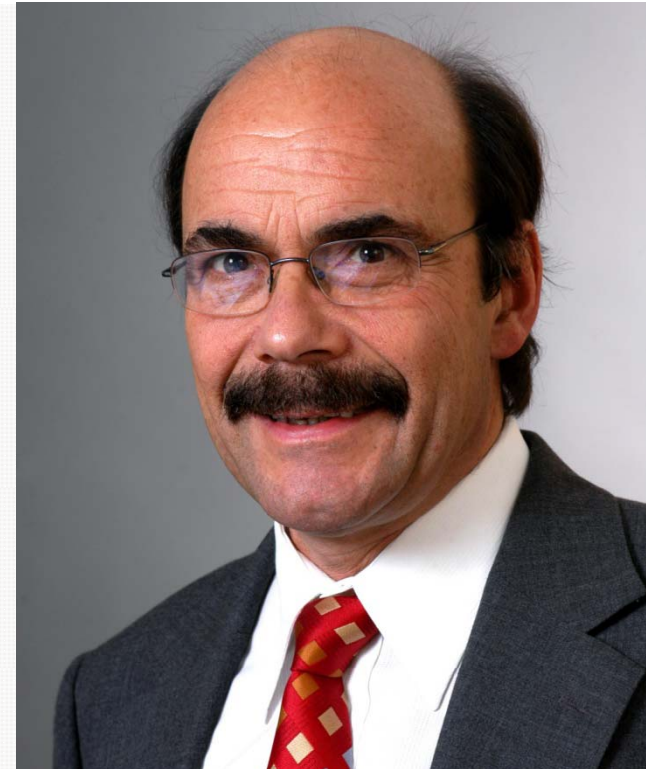
| | Office | Joined | Term expires |
|-----------------------------|------------|--------|--------------|
| Erich Walser | President | 2001 | 2013 |
| Doris Russi Schurter | Vice pres. | 2008 | 2014 |
| Dr. Hans-Jürg Bernet | Member | 2006 | 2012 |
| Jean-René Fournier | Member | 2011 | 2014 |
| Paola Ghillani | Member | 2008 | 2014 |
| Prof. Dr. Christoph Lechner | Member | 2006 | 2013 |
| John Martin Manser | Member | 1996 | 2012 |
| Herbert J. Scheidt | Member | 2011 | 2013 |
| Dr. Pierin Vincenz | Member | 2000 | 2012 |

Re-election of

- Dr. Hans-Jürg Bernet
- John Martin Manser
- Dr. Pierin Vincenz

Re-election of
Dr. Hans-Jürg Bernet

for another period of office
of three years.



Agenda item 4 (I): voting results

Re-election of Dr. Hans-Jürg Bernet by:

5,730,809 **Yes votes** = **98.2%**

98,950 **No votes** = **1.7%**

6,358 **Abstentions from voting** = **0.1%**

The absolute majority was reached.

Re-election of
John Martin Manser

for another period of office
of three years.



Agenda item 4 (II): voting results

Re-election of John Martin Manser by:

5,134,842 **Yes votes** = **87.9%**

694,167 **No votes** = **11.9%**

9,526 **Abstentions from voting** = **0.2%**

The absolute majority was reached.

Re-election of
Dr. Pierin Vincenz

for another period of office
of three years.



Agenda item 4 (III): voting results

Re-election of Dr. Pierin Vincenz by:

4,980,899 **Yes votes** = **85.3%**

842,124 **No votes** = **14.4%**

16,413 **Abstentions from voting** = **0.3%**

The absolute majority was reached.

Board of directors - new



| | Office | Term exp. | Committee |
|-----------------------------|------------|-----------|-----------|
| Erich Walser | President | 2013 | ●● ●● |
| Doris Russi Schurter | Vice pres. | 2014 | ● ● |
| Dr. Hans-Jürg Bernet | Member | 2015 | ● ●● |
| Jean-René Fournier | Member | 2014 | ● |
| Paola Ghillani | Member | 2014 | ● |
| Prof. Dr. Christoph Lechner | Member | 2013 | ● ● |
| John Martin Manser | Member | 2015 | ● ●● |
| Herbert J. Scheidt | Member | 2013 | ● ● |
| Dr. Pierin Vincenz | Member | 2015 | ● ● |

● Strategy- and Governance Committee

● Compensation Committee

● Audit Committee

● Investment- and Risk Committee

○ Chair

Election of the Statutory Auditors

Election of

KPMG AG, Zurich,

as Statutory Auditors for a term of office of one year

Agenda item 5: voting results

Election of KPMG AG as Statutory Auditors by:

5,809,744 **Yes votes** = **99.6%**

16,090 **No votes** = **0.3%**

9,141 **Abstentions from voting** = **0.1%**

The absolute majority was reached.

Next Shareholders' Meeting

19 April 2013



helvetia