



### **Issue of DSM-Firmenich's shares**

Under the Swiss Code of Obligations (CO), dsm-firmenich may increase its share capital (Aktienkapital) with a resolution of the General Meeting (ordinary capital increase) that must be carried out by the Board of Directors within six months of the respective General Meeting in order to become effective. Under the Articles of Association and the CO, in the case of an increase against payment of contributions in cash, a resolution passed by an absolute majority of the voting rights represented at the General Meeting is required. In the case of an increase against contributions in kind, by setting off against a payable and the granting of special benefits, when shareholders' statutory pre-emptive subscription rights or advance subscription rights are limited or withdrawn, or where transformation of freely disposable equity into share capital is involved, a resolution passed by two-thirds of the voting rights represented at a General Meeting and the absolute majority of the par value of the shares represented is required.

According to the Articles of Association, DSM-Firmenich Ordinary Shares shall, as a rule, be issued in the form of uncertificated securities (Wertrechte) (as defined under the CO). The Company may cause all or a part of such uncertificated securities to be registered on a so-called main register (Hauptregister) of a custodian for the purposes of issuing intermediated book-entry securities (Bucheffekten, titres intermédies) (as defined under the Swiss Federal Act on Intermediated (or Book-Entry) Securities of 3 October 2008, as amended). DSM-Firmenich Shareholders are not entitled to the printing or delivery of share certificates. The Company, however, may, in its sole discretion, print and deliver certificates (individual share certificates, certificates representing multiple shares or global share certificates) at any time. In addition, a shareholder may request the Company to issue a written confirmation stating the number of his or her shares at any time, provided the shareholder is registered in the share register.