



COMPAGNIE FINANCIERE TRADITION S.A.
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**Shareholders are invited to attend the
ANNUAL GENERAL MEETING**
to be held at the Hotel Beau-Rivage Palace, Lausanne, on Thursday, 24 May 2018, at 3.30 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 2017; 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 2017 financial year be approved.

2. Appropriation of available earnings 2017

	<u>CHF</u> (000)
Retained earnings brought forward	87 205
Net profit for the year	37 586
Movements in the reserve for treasury shares	9 440
Available earnings	<hr/> 134 231

Proposed appropriation of available retained earnings for 2017

Dividend of CHF 5.00 per bearer share with a nominal value of CHF 2.50, for a maximum of 7,231,218 shares. (Excluding treasury shares)	-34 052
Retained earnings carried forward	100 179

Compagnie Financière Tradition shares will go ex-dividend on 28 May 2018.
The dividend payment date is 30 May 2018.

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 2017 financial year.

4. Aggregate compensation for Directors for the 2019 calendar year.

The Board of Directors proposes that shareholders approve the maximum aggregate amount of compensation for Directors for the 2019 calendar year, namely CHF 330'000 and modify the aggregate compensation for Directors for the 2018 CHF 450'000.

5. Aggregate compensation for members of the Executive Board for the 2019 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 2019 calendar year, namely CHF 17'000'000.

6. Re-election and 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 and elect a new Director individually elected:

- 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 Robert Pennone
- 6.7 Mr Urs Schneider
- 6.8 M. Eric Solvet

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 2019 to approve the financial statements for the year ended 31 December 2018.

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.

Documents

The reports of the Directors and the Auditor for the 2017 financial year will be available to shareholders on the Company's website, www.tradition.com and at its General Secretariat, from 27 April 2018.

Personal attendance

Shareholders must obtain their attendance cards no later than 21 May 2018 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

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 2018

Board of Directors

**This Notice is available on our website at www.tradition.com
Une version française est également disponible sur ce site**