

Henkel

A Brand like a friend

Henkel AG & Co. KGaA, 40191 Düsseldorf, Deutschland

Office of International Corporation Finance
Mail Stop 3-9
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549

USA

RECEIVED

2009 APR 16 P 3:09

OFFICE OF INTERNATIONAL
CORPORATE FINANCE

SUPPL

Datum / Date 14.04.2009
Ihre Nachricht /
Your message

Abteilung / Dept. FJ Law Group
Telefon / Phone +49 211 797 3119
Telefax / Fax +49 211 798 13119
E-Mail / E-mail jutta.glass@henkel.com

Rule 12g3-2(b) Submission
File No. 82-4437
Henkel AG & Co.KGaA

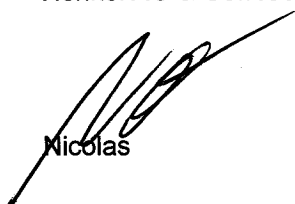


Dear Sir or Madam,

Enclosed please find Shareholder Counterproposals / Nominations for the Annual General Meeting of Henkel AG & Co.KGaA on April 20, 2009.

Yours faithfully

Henkel AG & Co.KGaA


Nicolas

Encl.

JLW 4/20

Postanschrift:
Henkel AG & Co. KGaA
40191 Düsseldorf, Deutschland

Firmensitz:
Henkelstraße 67
40589 Düsseldorf, Deutschland
Telefon: +49 211 797-0
Telefax: +49 211 798-40 08
www.henkel.com

Bankverbindungen:
Deutsche Bank AG, Düsseldorf
Konto 2 272 409, BLZ 300 700 10
BIC/SWIFT DEUTDEDD, IBAN
DE32 3007 0010 0227 2409 00

Citibank, Frankfurt
Konto 400 228 116, BLZ 502 109 00
BIC/SWIFT CITIDFFF, IBAN
DE03 5021 0900 0400 2281 16

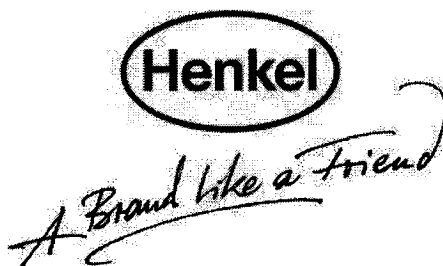
Henkel AG & Co. KGaA
Sitz: Düsseldorf
Handelsregister: Amtsgericht
Düsseldorf, HRB 4724

Aufsichtsratsvorsitzender:
Dipl.-Ing. Albrecht Woeste

USt-IdNr. DE 119 429 301

Persönlich haftende Gesellschafterin:
Henkel Management AG, Sitz: Düsseldorf
Handelsregister: Amtsgericht
Düsseldorf, HRB 58139

Vorstand: Kasper Rorsted (Vorsitzender),
Thomas Geitner, Dr. Friedrich Stara,
Dr. Lothar Steinebach, Hans Van Bylen
Aufsichtsratsvorsitzender:
Dipl.-Ing. Albrecht Woeste



RECEIVED

2009 APR 16 P 3:39

OFFICE OF INTERNATIONAL
CORPORATE FINANCE

Shareholder Counterproposals / Nominations
for the
Annual General Meeting of Henkel AG & Co. KGaA
on April 20, 2009

Status: April 6, 2009

Below you will find all shareholders' proposals relating items on the Agenda for the Annual General Meeting on April 20, 2009 for which disclosure is required. In each case, the shareholder proposals and their supporting statements were posted on the Internet unchanged and unchecked by us to the extent that they are required to be disclosed.

Note: This version of the Shareholders' Proposals, prepared for the convenience of English-speaking readers, is a translation of the German original. For the purpose of interpretation, the German text shall be authoritative and final.

Firm Diedrich Müller, Neuenburg // Mr. Wilm Diedrich Müller, Neuenburg have submitted the following shareholders' proposals:

A Agenda item 1, Approval of the Annual Financial Statement:

Date: Sunday, April 5 '009, Reykjavik time: 09.47 hours

#####

--

1st sender: Firm Diedrich Müller headquartered since 1889 in Neuenburg an der Bullenmeersbäke

--

2nd sender: Mr. Wilm Diedrich Müller, proprietor of the above company, date of birth: March 25, 1956, place of birth: Sande an der Jade,
exile abode: Am Markt drei, D-26340 Neuenburg an der Bullenmeersbäke,

telephone number: +49-170-1865248, passport number: 182017195

and home page for future and participation probability: <http://9ko.de/page3.php>

--

To firm Henkel AG & Co, KGaA domiciled in Düsseldorf on the Düssel, via E-mail

--

#####

Agenda item number one of the Invitation to the Annual
General Meeting of the above company, Henkel.

#####

Persons:

The firm indicated right at the top and I have herewith moved that no annual financial statements be approved for the above-mentioned firm Henkel.

We both would justify our motion by asserting that it must be the absolutely first priority that the nominal dignity of our firm remain unimpaired, whereby the nominal dignity of our above-mentioned firm Henkel would be impaired by the approval of annual financial statements referring to "Henkel" rather than "Firm Henkel", which for us would be truly intolerable.

The above-mentioned Mr. Müller on behalf of the above-mentioned firm and on behalf of himself as a private individual

End of counterproposals

Henkel AG & Co. KGaA
D-40191 Düsseldorf
Germany

Ordinary Shares ISIN: DE 0006048408 // Preferred Shares ISIN: DE 0006048432
Listing: Official market Frankfurt a/M sub-segment entailing additional post-admission obligations (Prime Standard), Berlin-Bremen, Düsseldorf, Hamburg, Hanover, Munich and Stuttgart