

Invitation to the 50th Annual General Meeting of Shareholders

Bossard Holding AG

2023

Dear Shareholders,

We are pleased to invite you to our annual general meeting of shareholders.

Date: [Monday, April 17, 2023](#)

Time: [4:00 p.m. \(doors open at 3:00 p.m.\)](#)

Venue: [Theater Casino Zug, Artherstrasse 4, 6300 Zug](#)

Further information and documents will be available shortly before the annual general meeting of shareholders under the following link or QR code.



[www.bossard.com/
About Us/Investor Relations/
Annual General Meeting of
Shareholders](http://www.bossard.com/About%20Us/Investor%20Relations/Annual%20General%20Meeting%20of%20Shareholders)

Agenda

1. Report on the 2022 fiscal year
Explanations regarding the annual report 2022 and the compensation report 2022 of Bossard Holding AG.
2. Resolutions for the 2022 fiscal year
 - 2.1 Approval of the annual report 2022 of Bossard Holding AG
The Board of Directors requests the approval of the annual report 2022 (including the consolidated financial statements and financial statements) of Bossard Holding AG.
 - 2.2 Consultative vote on the 2022 compensation report of Bossard Holding AG
The Board of Directors requests the approval of the 2022 compensation report (consultative vote).
 - 2.3 Discharge of the Board of Directors and the Executive Committee
The Board of Directors requests the discharge of the Board of Directors and Executive Committee for 2022.
 - 2.4 Appropriation of available retained earnings
The Board of Directors requests that the retained earnings in the amount of CHF 46,818,897 as of December 31, 2022 be used as follows:

Retained earnings	CHF	46,818,897.00
Distribution of a dividend* in the amount of CHF 5.50 gross per registered A share and CHF 1.10 gross per registered B share		
Earnings to be carried forward	CHF	– 42,330,425.00
	CHF	4,488,472.00

*The dividend from retained earnings is subject to Swiss withholding tax.

3. Elections for the one-year term of office 2023/24 until the conclusion of the next annual general meeting of shareholders
 - 3.1 Proposal for the representative for holders of registered A shares
The Board of Directors proposes to appoint David Dean as representative for holders of registered A shares.
 - 3.2 Election of the Board of Directors of Bossard Holding AG
The Board of Directors requests the election of:
 - 3.2.1 Dr. Thomas Schmuckli as Chairman of the Board of Directors (re-election);
 - 3.2.2 Martin Kühn (re-election);
 - 3.2.3 Patricia Heidtman (re-election);
 - 3.2.4 David Dean (re-election);
 - 3.2.5 Petra Maria Ehmann (re-election);
 - 3.2.6 Marcel Keller (re-election);
 - 3.2.7 Prof. Dr. Ina Toegel (election).

3.3 Election of the members of the compensation committee

The Board of Directors requests the election of:

3.3.1 David Dean (re-election);

3.3.2 Marcel Keller (re-election);

3.3.3 Prof. Dr. Ina Toegel (election).

3.4 Election of the independent proxy

The Board of Directors requests the re-election of René Peyer, Attorney-at-Law.

4. Election of the auditors

The Board of Directors requests the re-election of PricewaterhouseCoopers AG, Zurich, as the statutory auditors for the 2023 fiscal year.

5. Approval of the total compensation

5.1 Total compensation of the Board of Directors

The Board of Directors requests the approval of a maximum of CHF 1,800,000 as the total compensation for the Board of Directors for the period from the annual general meeting of shareholders 2023 until the annual general meeting of shareholders 2024.

5.2 Total compensation of the Executive Committee 2024

The Board of Directors requests the approval of a maximum of CHF 7,000,000 as the total compensation for the Executive Committee for the 2024 fiscal year.

6. Miscellaneous

Attending the Annual General Meeting of Shareholders

Share register

The date by which shareholders must be registered in the share register of the company is Tuesday, April 11, 2023, end-of-day processing [art. 5 para. 2 of the Articles of Association].

Admission tickets

Shareholders who wish to attend the annual general meeting of shareholders or be represented are requested to obtain their admission tickets with the voting material by Wednesday, April 5, 2023, from Devigus Shareholder Services. Please note that the admission tickets will be delivered by Tuesday, April 11, 2023, at the earliest. No admission tickets will be issued at the annual general meeting of shareholders.

E-voting

We invite shareholders to submit their votes prior to the annual general meeting of shareholders by means of e-voting via internet. Shareholders are kindly requested to use their access code or their QR code which is shown on their registration form. Voting is possible until 10:00 p.m. on Thursday, April 13, 2023.

Authorization of independent proxy

- a) Shareholders who wish to appoint the independent proxy Mr. René Peyer, Schweiger Advokatur/Notariat, Dammstrasse 19, 6300 Zug, are kindly requested to check the appropriate box on the registration form, and to forward the form, with the relevant voting instructions, to Devigus Shareholder Services, Birkenstrasse 47, 6343 Rotkreuz, by using the return envelope.
- b) Shareholders who wish to be represented otherwise are kindly requested to sign the power of attorney on the registration form or admission ticket and to present it to the authorized proxy directly.

Annual and Compensation Report

The reports can be found and downloaded on the website at www.bossard.com/About us/Investor Relations/Financial Reports.

Donation

In the spirit of sustainability, Bossard Holding AG will make a donation to a charitable organization instead of a "Give Away". Due to the earthquakes in Syria and Turkey, Bossard Holding AG has decided to support those affected on site with a donation this year. This year, a voting by the shareholders will not be held.

You will find more detailed information on this donation shortly before the annual general meeting under the link or QR code on page 1 of this invitation.

Further information

In case of any questions regarding the registration form or e-voting, please do not hesitate to contact Devigus Shareholder Services by phone +41 (0)41 798 48 00 or by e-mail bossard@devigus.com.

Thank you for your attention.

Zug, March 14, 2023

Bossard Holding AG

A handwritten signature in blue ink, consisting of a stylized 'T' followed by a series of wavy lines.

Dr. Thomas Schmuckli
Chairman of the Board of Directors

A handwritten signature in blue ink, featuring a series of horizontal strokes with a long, sweeping line extending to the right.

Dr. Daniel Bossard
CEO

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