

**Press Release****Annual General Meeting of Bossard Holding AG****Shareholders approve adjustment of capital structure and endorse all Board proposals**

Zug, April 7, 2014 – **The annual general meeting of Bossard Holding AG approved an adjustment of the capital structure. Accordingly, the shares will be split in a 1:2 ratio. At the same time, the listed bearer shares will be converted to registered shares. Chaired by Dr. Thomas Schmuckli, Chairman of the Board of Directors, the shareholders' meeting also accepted by a large majority all the other proposals.**

More than twenty items were on the agenda at this year's annual general meeting (AGM) at the Theater-Casino in Zug. This can be attributed mainly to requirements deriving from the adoption of the popular initiative sponsored by Thomas Minder, a member of the Council of States. After obtaining the approval of its shareholders, Bossard Holding AG will be able to implement all of these requirements in the current year.

With regard to the adjustment of the capital structure, the shareholders' meeting endorsed the proposal of the Board with an approval rate of 99.83 percent. Accordingly, the shares will be split in a 1:2 ratio, and bearer shares will be converted to registered shares. As a result, the former bearer shares with a par value of CHF 10.00 will be split into two category A registered shares of CHF 5.00 each. The former registered shares with a par value of CHF 2.00 will be split into two category B registered shares of CHF 1.00 each. The stock split is intended to facilitate trading in shares of Bossard. The conversion of the listed bearer shares to registered shares will also raise the profile of the shareholder base of Bossard. On this basis, the Group's management wants to intensify its contact with shareholders. The share split as well as the conversion from bearer shares to registered shares will take place on April 14, 2014.

In addition, the AGM approved the dividend proposed by the Board of Directors: The record net income in 2013 of CHF 56.0 million (previous year: CHF 43.5 million) will thus pay a gross dividend of CHF 6.00 (previous year: CHF 5.75) per bearer share. The dividend

proposal is based on the previous dividend payout policy: Accordingly, 40 percent of the Group net income will be passed on to shareholders. Bossard bearer shares will be traded ex-dividend from April 9, 2014. The dividend payment will be made on April 14, 2014.

Furthermore, the AGM approved all the members of the Board of Directors until the next shareholder's meeting. Dr. Thomas Schmuckli will remain Chairman of the Board. In addition, PricewaterhouseCoopers, Zurich, was re-elected as auditor for the 2014 financial year.

A total of 585 shareholders attended the annual meeting: They represented 4 618 014 of votes.

## Additional information

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### Profile:

Bossard is a leading supplier of intelligent solutions for industrial fastening technology. With a comprehensive product range of over 800'000 items, technical consulting (engineering) and inventory management (logistics), Bossard has proven itself as a full-range supplier and partner in the industry.

Bossard's customers include local and multinational industrial companies who use Bossard's solutions to improve their productivity. Employing more than 1,800 people in over 60 locations worldwide, the Group generated CHF 609.7 million in sales in 2013. Bossard is traded on the SIX Swiss Exchange.

**Total votes: 4 618 014**

Agenda item	Number of votes		
	Yes	No	Abstained
2.1 Approval of the 2013 Annual Report, the 2013 Consolidated Financial Statements and the 2013 Financial Statements of Bossard Holding AG	4 609 792	268	7 045
2.2 Approval of the Compensation Report for the 2013 financial year	4 560 542	46 938	9 877
2.3 Discharge of the Board of Directors and Executive Committee for the 2013 financial year	4 234 830	331	375 569
2.4 Appropriation of retained earnings and dividend distribution from reserve from capital contributions	4 554 548	1 132	7 094
3.1 Adjustment of the capital structure for a stock split in a 1:2 ratio and the conversion of the listed bearer shares to registered shares A	4 597 518	8 035	9 348
3.2 Amendments to the Articles of Association against excessive compensation in listed stock companies and further amendments to articles of association supporting corporate governance	4 406 220	199 563	9 657
4.1.1 Re-election of Thomas Schmuckli as a member and Chairman of the Board	4 553 435	54 814	6 951
4.1.2 Re-election of Anton Lauber as a member of the Board	4 498 264	108 981	7 209
4.1.3 Re-election of Helen Wetter-Bossard as a member of the Board	4 551 419	55 482	7 113
4.1.4 Re-election of Stefan Michel as a member of the Board	4 540 668	62 497	11 784
4.1.5 Re-election of Maria Teresa Vacalli as a member of the Board	4 601 271	4 168	9 160

Agenda item	Number of votes		
	Yes	No	Abstained
4.2 Election of Stefan Michel as the representative for holders of bearer shares (new: holders of registered shares category A)	1 168 510	59 159	8 819
4.3.1 Election of Thomas Schmuckli as a member of the Nomination and Compensation Committee	4 558 917	46 871	9 284
4.3.2 Election of Anton Lauber as a member of the Nomination and Compensation Committee	4 499 009	105 186	7 430
4.3.3 Election of Helen Wetter-Bossard as a member of the Nomination and Compensation Committee	4 548 089	58 754	7 292
4.3.4 Election of Stefan Michel as a member of the Nomination and Compensation Committee	4 546 840	53 747	8 023
4.4.1 Election of lawyer René Peyer as an independent representative	4 599 455	2 052	11 247
4.4.2 Election of lawyer Christoph Schweiger as the deputy of the independent representative	4 600 176	5 232	9 619
4.5 Re-election of PricewaterhouseCoopers AG, Zurich, as statutory auditors	CHF 18 980 970	CHF 71 440	CHF 89 390
5.1 Approval of up to CHF 1,200,000.00 as the total compensation for the Board of Directors for the period from May 1, 2014 to April 30, 2015.	4 545 378	57 392	11 466
5.2 Approval of up to CHF 4,900,000.00 as the total compensation for Group management for the period from May 1, 2014 to April 30, 2015.	4 592 754	5 986	11 944