

# Invitation to the 2022 Annual General Meeting of Lonza Group Ltd

The Board of Directors of Lonza Group Ltd (Lonza) is pleased to invite you to the Annual General Meeting to be held on:

Thursday, 5 May 2022, at 10:00 CEST at the company's headquarters at Muenchensteinerstrasse 38, 4002 Basel, Switzerland.

Due to the COVID-19 pandemic and in line with the applicable COVID-19 regulations, the AGM 2022 will be conducted without the presence of shareholders.

Shareholders are invited and encouraged to vote through the independent proxy.

## Agenda

### 1. Annual Report, Consolidated Financial Statements and Financial Statements of Lonza

The Board of Directors **proposes** the approval of the Annual Report, the Consolidated Financial Statements and the Financial Statements of Lonza for the financial year 2021.

### 2. Consultative Vote on the Remuneration Report

The Board of Directors **proposes** the approval of the Remuneration Report 2021 (consultative vote).

#### **Explanation:**

The Remuneration Report 2021 is included in the Lonza Annual Report 2021 (<https://lonza.com/annualreport/2021/remuneration>). It provides information on the compensation system and the remuneration paid to the Board of Directors and the Executive Committee for the financial year 2021. The Board of Directors has decided, in accordance with the Swiss Code of Best Practice for Corporate Governance, to submit the Remuneration Report to shareholders for a separate consultative vote in addition to the binding approvals of compensation under agenda items 8 and 9.

The purpose of the Remuneration Report is to inform shareholders about the Board of Directors and Executive Committee compensation systems, policies, practices and any changes implemented during the relevant financial year, if applicable, as well as the compensation paid to the respective bodies as approved by the shareholders at the 2021 Annual General Meeting.

Our reporting of executive remuneration continues to offer a high level of transparency via (i) the Nominations and Compensation Committee (NCC) Chairman's letter outlining the key activities during the year, (ii) an 'at a glance' section as well as (iii) graphics and tables throughout the report. This year we have further enhanced our disclosure by including both the target and the maximum performance targets for our Short Term Incentive Plan (STIP) and our Long-Term Incentive Plan (LTIP). Further, it provides information on the environment, social and governance (ESG) performance targets which are included in the STIP in 2022. Any *ex ante* disclosure of performance targets would provide insights into confidential and strategic considerations that could threaten Lonza's competitive advantage. Thus, by taking the *ex post* disclosure approach Lonza aims to protect the interests of the company and its shareholders by disclosing respective targets only after the completion of a plan period.

### 3. Discharge of the Members of the Board of Directors and the Executive Committee

The Board of Directors **proposes** that the members of the Board of Directors and the Executive Committee be granted discharge for the financial year 2021.

### 4. Appropriation of Available Earnings/Reserves from Capital Contribution

Proposal of the Board of Directors:

#### Balance Sheet Profit

Available earnings brought forward	CHF 3,389,663,927
Profit for the year	CHF 2,345,334,132
<b>Available earnings at the disposal of the Annual General Meeting</b>	<b>CHF 5,734,998,059</b>
Payment of a dividend (out of available earnings brought forward) in 2021 of CHF 1.50 per share on the share capital eligible for dividend, currently estimated to be CHF 74,189,129 <sup>1</sup>	CHF (111,283,694)
<b>Available earnings carry-forward</b>	<b>CHF 5,623,714,365</b>

<sup>1</sup> Depending on the amount of share capital eligible for dividend on the record date of 10 May 2022. No dividend will be paid out on shares held by the company.

### Reserves from Capital Contributions

Legal capital reserves qualified as reserves from capital contributions	CHF	2,463,921,215
<b>Reserves from capital contribution</b>	CHF	<b>2,463,921,215</b>
Payment of a dividend (out of reserves from capital contributions) in 2021 of CHF 1.50 per share on share capital eligible for dividend, currently estimated to be CHF 74,189,129 <sup>1</sup>	CHF	(111,283,694)
<b>Reserves from capital contributions carry-forward</b>	CHF	<b>2,352,637,522</b>

Proposed payment of a dividend out of available earnings brought forward	CHF	111,283,694
Proposed payment of a dividend out of reserves from capital contributions	CHF	111,283,694
<b>Total proposed payment of a dividend</b>	CHF	<b>222,567,388</b>

<sup>1</sup> Depending on the amount of share capital eligible for dividend on the record date of 10 May 2022. No dividend will be paid out on shares held by the company.

#### Explanation:

If the above proposal for appropriation of available earnings and distribution of reserves from capital contribution is approved, the dividend of total CHF 3.00 per share will be paid. 50% of such dividend will be paid out as repayment from reserves from capital contributions without deduction of Swiss withholding tax in accordance with Art. 5 para. 1bis of the Federal Law on Withholding Tax. The last trading day with entitlement to receive the dividend is 6 May 2022. As from 9 May 2022 (ex-dividend date), the shares will be traded ex-dividend. The dividend will be payable from 11 May 2022.

## 5. Re-Elections and Elections to the Board of Directors and the Nomination and Compensation Committee

All members of the Board of Directors except for Werner Bauer and Dorothee Deuring will stand for re-election.

### 5.1 Re-Elections to the Board of Directors

The Board of Directors **proposes** the re-election of the following individuals to the Board of Directors for a further one-year term each until completion of the Annual General Meeting 2023:

- a) Albert M. Baehny,
- b) Angelica Kohlmann,
- c) Christoph Mäder,
- d) Barbara Richmond,
- e) Jürgen Steinemann,
- f) Olivier Verscheure.

#### Explanation:

Re-elections will be held individually. Detailed biographical data of the candidates for re-election can be found in the Corporate Governance Report: (<https://lonza.com/annualreport/2021/governance>)

## 5.2 Elections to the Board of Directors

The Board of Directors **proposes** the election of Marion Helmes and Roger Nitsch to the Board of Directors each for a one-year term until completion of the Annual General Meeting 2023. Both candidates would join as independent members of the Board of Directors.

### Explanation:

Dr. Marion Helmes (German, 1965) is a professional board director and experienced finance professional. She currently serves on the board of ProSiebenSat1 (listed), Heineken NV (listed), Siemens Healthineers AG (listed) and British American Tobacco plc. (listed). Her board memberships span the health, entertainment as well as food and beverages sectors. Prior to taking board positions, Ms. Helmes led Celesio AG, an international wholesale and retail company and provider of logistics and services to the pharmaceutical and healthcare sectors, as CFO and acting CEO and held senior management positions with Q-Cells SE (CFO) and Thyssen Krupp. She holds a Master of Science in Business Administration from the Free University of Berlin and a PhD in Law from the University of St. Gallen.

Prof. Dr. Roger Nitsch (Swiss, German, 1961) brings to Lonza extensive experience from his career as researcher and biotech entrepreneur. Currently, he is professor and director of the Institute for Regenerative Medicine at the University of Zurich as well as CEO and Chairman of Neurimmune AG, a biotech start-up focused on translating human immune memory into antibody therapeutics. He also serves on the board of Integra Biosciences Holding AG as well as Novago Therapeutics AG. Prior to his appointment with the University of Zurich, Mr. Nitsch worked as researcher at the University of Heidelberg, the Massachusetts Institute of Technology, the Harvard Medical School as well as the University of Hamburg. He holds an MD degree from the University of Heidelberg and completed PhD and post-doctoral studies in neurobiochemistry at the Massachusetts Institute of Technology and Harvard Medical School.

## 5.3 Re-Election of the Chairman of the Board of Directors

The Board of Directors **proposes** the re-election of Albert M. Baehny as Chairman of the Board of Directors for a one-year term until completion of the Annual General Meeting 2023.

### Explanation:

According to Article 16 of Lonza's Articles of Association, the General Meeting shall elect the Chairperson of the Board of Directors for a one-year term of office until completion of the next Annual General Meeting.

#### 5.4 Re-Elections to the Nomination and Compensation Committee

The Board of Directors **proposes** the re-election of the following individuals to the Nomination and Compensation Committee each for a further one-year term until completion of the Annual General Meeting 2023:

- a) Angelica Kohlmann,
- b) Christoph Mäder,
- c) Jürgen Steinemann.

##### **Explanation:**

Re-elections will be held individually. According to Article 20 para. 2 of Lonza's Articles of Association, the Annual General Meeting shall elect the members of the Nomination and Compensation Committee for a one-year term of office until completion of the next Annual General Meeting.

The Board of Directors intends to re-elect Christoph Mäder as Chairman of the Nomination and Compensation Committee.

#### 6. Re-Election of the Auditors

The Board of Directors **proposes** the re-election of KPMG Ltd, Zurich (CH), as auditors for the financial year 2022.

#### 7. Re-Election of the Independent Proxy

The Board of Directors **proposes** the re-election of ThomannFischer, Attorneys at Law and Notaries, Elisabethenstrasse 30, 4010 Basel, Switzerland, as the independent proxy for a one-year term until completion of the Annual General Meeting 2023.

##### **Explanation:**

According to Article 7 para. 2 letter b) of Lonza's Articles of Association, the Annual General Meeting shall elect the independent proxy for a one-year term of office until completion of the next Annual General Meeting.

## 8. Compensation of the Board of Directors

The Board of Directors **proposes** the approval of the maximum aggregate amount of compensation of the Board of Directors for the period from the Annual General Meeting 2022 to the Annual General Meeting 2023 of up to CHF 2,918,000.

### **Explanation:**

#### **Why this approval?**

This approval is a prospective and binding vote according to Article 22 para. 1 letter a) of Lonza's Articles of Association. It allows shareholders to approve the aggregate maximum compensation of the Board of Directors for the forthcoming term of office.

#### **How is the proposed maximum amount calculated?**

This maximum amount has been derived from adding the following components:

- Gross fixed compensation of CHF 2,630,000 comprising the gross Chairperson fee (CHF 750,000), gross board membership fees (CHF 200,000 per director), gross committee chair fees (CHF 80,000 per committee chairperson), and gross committee membership fees (CHF 40,000 per committee member) for eight Board members proposed for re-election and election under agenda items 5.1 and 5.2;
- Mandatory employer contributions to social security of approximately CHF 138,000; and
- A reserve of CHF 150,000 for unforeseen events has been included in the proposed maximum amount. The Board of Directors will only make use of this reserve amount in exceptional circumstances (e.g. possible changes in social security contributions).

The fixed compensation above is expected to remunerate all activities to be performed by the board members.

The board compensation will be paid in quarterly instalments, 50% in cash and 50% in shares. The number of shares will be determined based on the average closing share price of the last five trading days of each quarter, the first time at the end of June 2022. These shares are blocked for a period of three years and are eligible to receive dividends. For further details on the board compensation, please refer to the Lonza Remuneration Report 2021 (<https://lonza.com/annualreport/2021/remuneration>).

#### **Does the proposed maximum amount represent an increase compared with the previous reference period?**

At the end of 2021, the Nomination and Compensation Committee reviewed Board of Director fee levels. Fee levels were reviewed against the benchmarking peer group comprising Swiss companies of various sectors that are comparable in type of business, complexity of operations, size (market capitalization) and global presence to Lonza. The peer group comprises ABB Ltd, Richemont SA, Givaudan SA, Kühne + Nagel International AG, Sika AG, Alcon Inc, Schindler AG, Holcim AG, Straumann Holding AG, Swisscom AG, Sonova Holding AG, Geberit AG and SGS SA. Following the review and considering the increase in workload for Board members as a result of Lonza's growth over the last few years in the context of consistent fees, the Board of Directors approved an increase to the Chairman's fee from CHF 600,000 to CHF 750,000 and the enablement of a

separate committee fee for each committee mandate. These changes brought Lonza closer to the market median of the benchmarking peer group.

As a result of the changes to Board of Director fee levels as well as factoring in the new Board of Director Chair and Membership appointments, the proposed maximum amount for the period from the Annual General Meeting 2022 to the Annual General Meeting 2023 reflects a 9.0% increase in budget compared to the budget that was approved by shareholders at the Annual General Meeting 2021 for the previous reference period (Annual General Meeting 2021 to Annual General Meeting 2022).

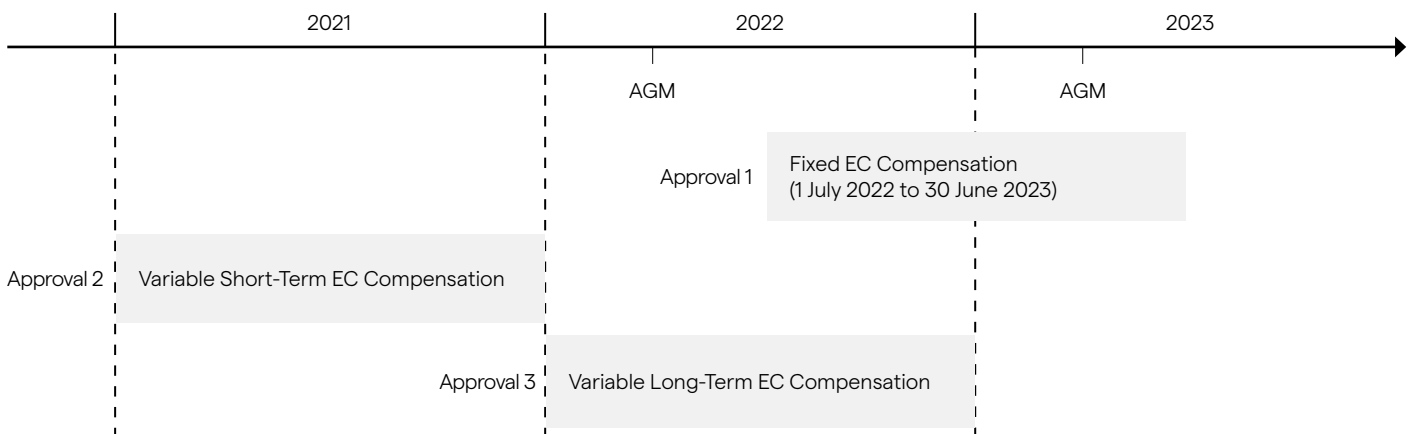
**Will the effective pay-out be disclosed?**

The actual pay-out to the members of the Board of Directors for the term of office from the Annual General Meeting 2022 to the Annual General Meeting 2023 will be disclosed in the Remuneration Reports 2022 and 2023. Please note, the Board compensation disclosed in the Remuneration Report reflects the total amount for the full year (1 January to 31 December) of the applicable year, while the Annual General Meeting budget request reflects the period between Annual General Meetings (1 April to 31 March).

## 9. Compensation of the Executive Committee

The approval of the compensation of the members of the Executive Committee (EC) is divided into three separate votes:

1. The first approval relates to the maximum **fixed compensation** of the EC members for the period from 1 July 2022 to 30 June 2023 (prospective budget approval).
2. The second approval relates to the **variable short-term compensation** to be paid to the EC members under the company's Short-Term Incentive Plan (STIP) for the financial year 2021 (retrospective approval).
3. The third approval relates to the maximum **variable long-term compensation** granted to the EC members under the company's Long-Term Incentive Plan (LTIP) for the financial year 2022 (prospective budget approval).



The Lonza Executive Committee has evolved over the last years. There was a structure of five Executive Committee members for the period up to 2018. An interim period of change then commenced which included change to both the Lonza business model and composition of the Executive Committee. From 2021 onward, we have extended the Executive Committee to seven members to represent the key areas of the business.

## 9.1 Maximum Aggregate Amount of Fixed Compensation of the Executive Committee

The Board of Directors **proposes** the approval of the maximum aggregate amount of fixed compensation of the Executive Committee for the period from 1 July 2022 to 30 June 2023 of up to CHF 6,468,565.

### Explanation:

#### Why this approval?

This approval is a prospective, binding vote according to Article 22 para. 1 letter b) of Lonza's Articles of Association. It allows shareholders to approve the aggregate maximum fixed compensation of the EC for the forthcoming period.

#### How is the proposed maximum amount calculated?

This maximum amount has been derived from adding the following components:

- Gross base salaries of CHF 4,064,756 as of 1 July 2022, comprising gross levels for seven active EC members, four of which were appointed in 2021, and taking into account the replacement of a retiring EC Member in July 2022 that includes a short hand-over period during which the EC consists of eight members (please see press release of 23 March 2022, available under [lonza.com/news-and-media/news-archive](https://lonza.com/news-and-media/news-archive)). For further details, please refer to the Lonza Remuneration Report 2021 <https://lonza.com/annualreport/2021/remuneration>. The total amount reflects one-time effects resulting from the hand-over period in connection with the replacement of a retiring EC member as described above, as well as any salary increase to ensure competitive market salaries and to bring their base salary level closer towards the market median based on, e.g. development in role, strong performance, scope of responsibility. For further details on the EC primary benchmarking peer group, please refer to the Lonza Remuneration Report 2021 (<https://lonza.com/annualreport/2021/remuneration>);
- A compensation for losses of a new Executive Committee member due to such member joining Lonza and therefore certain compensation of the previous employer was forfeited (please see press release of 23 March 2022, available under [lonza.com/news-and-media/news-archive](https://lonza.com/news-and-media/news-archive)). Specifically, the member will receive a one-time cash payment upon joining Lonza in lieu of a forfeited annual bonus and receive two 2022 awards under the Lonza Restricted Share Unit Plan (LRSP), with a two and three year vesting period, in lieu of forfeited time based equity awards. The value of the cash and the LRSP awards granted by Lonza amounts to CHF 650,000, which is less than the value of the bonus and awards forfeited. The compensation is subject to continued employment, sustained individual performance and clawback under the Clawback Policy (for more details on that policy, please see the Lonza Remuneration Report 2021). Detailed disclosure will be provided in Lonza Remuneration Report 2022.
- Total employer contributions to social security and pension fund of CHF 836,785;



- Other benefits (such as car allowance, executive medical insurance, and relocation expenses etc.) of CHF 567,024; and
- An unchanged reserve of CHF 350,000 for unforeseen events has been included in the proposed maximum amount. The Board of Directors will only make use of the reserve amount in exceptional circumstances (e.g. possible changes in social security contributions, new allocation of responsibilities among existing EC members, etc.).

**Does the proposed maximum amount represent a change compared with the previous reference period?**

Compared with the budget approved by the shareholders at the Annual General Meeting 2021 (CHF 5,563,100) for the previous reference period (1 July 2021 to 30 June 2022), the proposed aggregate maximum amount for the upcoming AGM 2022 period reflects an increase of 16.28%. The change is attributable to one-time effects resulting from the hand-over period in connection with the replacement of a retiring EC member as described above, the one-time compensation of a new member for losses at his old employer due to such member joining Lonza, as well as any salary increase to ensure competitive market salaries and to bring their base salary level closer towards the market median based on, e.g. development in role, strong performance, scope of responsibility. Despite the overall increase in aggregated value, the per capita value of the base salary for active EC members has slightly decreased by 1.93% when comparing the AGM 2022 and AGM 2021 periods.

**Will the effective pay-out be disclosed?**

The actual fixed compensation paid out to the EC members for the period from 1 July 2022 until 30 June 2023 will be disclosed in the Remuneration Report 2022 and in the Remuneration Report 2023.

## **9.2 Aggregate Amount of Variable Short-Term Compensation of the Executive Committee**

The Board of Directors **proposes** the approval of the aggregate amount of variable short-term compensation under the Short-Term Incentive Plan (STIP) of the Executive Committee for the 2021 financial year in the amount of CHF 4,911,812.

**Explanation:**

**Why this approval?**

This approval is a retrospective, binding vote according to Article 22 para. 1 letter c) of Lonza's Articles of Association. It allows shareholders to approve the aggregate variable short-term compensation of the EC. This retrospective vote on the variable short-term compensation of the EC for the 2021 financial year provides for optimal accountability towards the shareholders and fully implements the notion of "say on pay".

**How is the proposed amount calculated?**

This amount results from the addition of the following components:

- Cash STIP of CHF 2,867,720;
- STIP provided in shares reflecting a value of CHF 1,584,789. STIP is paid out as 50% cash and 50% shares to those EC members who are yet to meet the

minimum Shareholding Guideline. See page 189 of the Lonza Remuneration Report 2021 for further details; and

- Total employer contributions to social security and pension fund of CHF 459,303.

For more details on the proposed STIP pay-out (including targeted percentage of base salary, performance metrics, achievement and the link between pay and performance), please refer to page 191 of the Lonza Remuneration Report 2021.

#### **Does the proposed amount represent an increase compared with the previous reference period?**

Compared with the STIP for the 2020<sup>2</sup> financial year, the proposed STIP amount for the 2021 financial year represents an increase of 48.16% despite the lower performance outcome compared to 2020 (187% of target in 2020 compared to 152.73% of target in 2021). This increase stems from the 2021 amount reflecting an increased number of active EC members, with 2020 reflecting 3 active and 1 departed EC member(s) (3.42) compared to 2021 reflecting 6 active and 1 departed EC member(s) (6.35). For further details, please refer to the Lonza Remuneration Report 2021 (<https://lonza.com/annualreport/2021/remuneration>).

#### **Will the effective pay-out be disclosed?**

The proposed amount corresponds to the effective pay-out (subject to approval by the Annual General Meeting 2022) as disclosed in the Lonza Remuneration Report 2021.

### **9.3 Maximum Aggregate Amount of Variable Long-Term Compensation of the Executive Committee**

The Board of Directors **proposes** the approval of the maximum aggregate amount of variable long-term compensation under the Long-Term Incentive Plan (LTIP) of the company of the Executive Committee for the financial year 2022 of up to CHF 11,096,828.

#### **Explanation:**

##### **Why this approval?**

This approval is a binding vote according to Article 22 para. 1 letter d) of Lonza's Articles of Association. It allows shareholders to approve the aggregate maximum variable long-term compensation of the EC under the LTIP for the current financial year. The LTIP 2022 is an equity-based plan under which equity awards are granted to EC members in 2022. Those equity awards will only vest after a three-year vesting period if the predetermined performance metrics are fully or partially met as of year-end 2024. If the performance metrics are not met, no LTIP equity award will vest.

##### **How is the proposed maximum amount calculated?**

This maximum amount results from the addition of the following components:

- Maximum value under the LTIP 2022 is CHF 10,450,778, assuming a maximum at 200% of target achievement. The value of the LTIP 2022 at target (100%) would amount to CHF 5,225,389. The number of LTIP equity awards to be granted is calculated according to the closing share price as of the last trading day of Jan-

<sup>2</sup> The STIP 2020 amounted to CHF 3,315,135. See Section 9.2 of the Lonza 2021 AGM Invitation under "Aggregate Amount of Variable Short-Term Compensation of the Executive Committee".

uary 2022 (31 January 2022, CHF 633.40/share).<sup>3</sup> The LTIP target (as a percentage of the base salary) is 125% for each EC member and 150% for the CEO.

- At the vesting date, which is three years from grant, the CEO and EC members may receive between 0% and 200% of the target equity awards granted, subject to the achievement of predetermined performance metrics CORE<sup>4</sup> EPS (Earnings Per Share) and ROIC (Return On Invested Capital) during the performance period, each weighted at 50%. For transparency reasons Lonza has decided to use the maximum vesting at 200% at market value for the proposed amount under this agenda item 9.3., i.e., a maximum compensation of CHF 10,450,778 plus an estimated maximum total employer contributions to social security of CHF 646,050 calculated at grant date at maximum vesting of 200%;
- CORE EPS and ROIC target performance levels are determined on the basis of Lonza's 2024 Guidance and align to the vesting of 100% of the LTIP equity awards.

### **Why CORE EPS and ROIC?**

The 2022 LTIP awards are subject to CORE EPS and ROIC performance measures, each with an equal weighting. These measures remain appropriate to measure the long-term performance of Lonza. They both align the interests of the EC with Lonza's financial performance and in turn the interests of our shareholders. In particular ROIC which is defined as adjusted net operating profit after tax divided by average invested capital, measures the return the company generates on its organic and inorganic investments. It is deemed the most appropriate measure to reflect Lonza's growth strategy focusing on key sites and business units. This measure is also a reflection of the effect of decisions taken by EC members and senior management over the course of the relevant LTIP performance period.

### **Performance targets and pay-out curves for CORE EPS and ROIC**

The 2022 LTIP award performance targets are based directly on the Lonza 2024 Guidance. These are more stretching than previously set performance targets and reflect the future Lonza business. Similar to previous years, no LTIP award will vest, if the threshold performance levels are not reached. Threshold performance reflects 90% of on-target performance which corresponds to a 50% of target level pay-out, 100% of on-target performance reflects a 100% of target pay-out and 110% of on-target performance aligns with 120% of target level pay-out. The maximum performance levels have been set at a stretching 140% on target performance, which reflect performance levels that are around 50% above threshold performance levels. A linear pay-out curve is to be applied between these points. Targets and target achievement will be fully disclosed in the Remuneration Report 2024.

### **Does the proposed maximum amount represent a change compared with the previous reference period?**

For the financial year 2022, this amount represents an increase of 5.42% compared with the maximum LTIP budget approved at the AGM 2021 (CHF 10,526,400) for the financial year 2021. This slight increase in total maximum value is due to two factors, (i) the inclusion of compensation for the departed as well as new joining EC member and (ii) the base salary increases for the Executive Committee which have flowed through to the 2022 LTIP award levels.

<sup>3</sup> Since Lonza shares are publicly listed, the share price is subject to change. Such price variation may have an impact on the total value of compensation.

<sup>4</sup> For the definition of "CORE" results, please refer to Alternative Performance Measures of the Financial Statements Section of the Annual Report 2021. The concept of "CORE" results has been applied consistently in all Lonza financial reports since 2013 and in the guidance provided to the market.

# Documentation and Attendance Procedures

## Documentation

The Annual Report 2021, which includes the Remuneration Report, is available as of today at the company's head office at Muenchensteinerstrasse 38, 4002 Basel, Switzerland. In addition, shareholders may consult the online Annual Report 2021 following the link: (<https://lonza.com/annualreport/2021>) or through the shareholder online platform (see explanations below). Please note that the Annual Report 2021 is available only in English. Questions regarding the Annual Report 2021 and the Annual General Meeting 2022 may be directed to Investor Relations ([investor.relations@lonza.com](mailto:investor.relations@lonza.com)).

## Shareholders Entitled to Vote

Shareholders entered into the share register, with the right to vote, by 21 April 2022, 5:00pm (CEST), are entitled to vote at the Annual General Meeting 2022. Shareholders who have sold their shares prior to the Annual General Meeting 2022 are no longer entitled to vote.

## Power of Attorney

In line with the applicable Swiss regulation, we have decided that this year's Annual General Meeting will be conducted solely by voting through the independent proxy, and without physical attendance of shareholders. By granting power of attorney, your voting rights are fully guaranteed without you having to physically attend the Annual General Meeting. In case you would like to grant such power of attorney, you are requested to send your written instructions regarding votes and elections to the independent proxy, ThomannFischer, Attorneys at Law and Notaries, Elisabethenstrasse 30, P.O. Box 632, CH-4010 Basel, Switzerland, or use the shareholder online platform.

## Deadline for Completed Power of Attorney

Please note that the power of attorney must be with ThomannFischer by 2 May 2022, 5:00pm (CEST), at the latest.

## Use of Shareholder Online Platform

Shareholders may use the shareholder online platform. By using the shareholder online platform, shareholders may electronically give their voting instructions to the independent proxy. To open a shareholder online platform account, please refer to the separate shareholder platform explanations attached. Instructions can be issued electronically to the independent proxy until 2 May 2022, 5:00pm (CEST).

Basel, 24 March 2022

On behalf of the Board of Directors,

The Chairman

**Albert M. Baehny**

## Annexes

- Letter of the Chairman of the Board of Directors
- Power of attorney
- Letter regarding electronic submission of proxies through the shareholder online platform

