

Phoenix Mecano AG

Vienna House zur Bleiche, Bleicheplatz 1, 8201 Schaffhausen

Resolution of the Ordinary Shareholders' General Meeting

Friday, May 20, 2022, 3:00 p.m.
Phoenix Mecano AG, Stein am Rhein

Agenda and Resolutions

- 1. Adoption of the 2021 management report, financial statements and consolidated financial statements and the acceptance of the auditors' report**

Resolution: *Approval.*

- 2. Discharge of the members of the Board of Directors and Management**

Resolution: *Discharge granted.*

- 3. Decision on the appropriation of retained earnings and determination of dividend**

Resolution: *Approval.*

4. Elections

- 4.1 Election of the members and Chairman of the Board of Directors**

Resolution: *Approval.*

- 4.2 Election of the members of the Compensation Committee**

Resolution: *Approval.*

- 4.3 Election of the independent proxy**

Resolution: *Approval.*

- 4.4 Election of the auditors**

Resolution: *Approval.*

5. Remuneration

5.1. Advisory vote on the 2021 remuneration report

Resolution: *Approval.*

5.2. Approval of a maximum total amount for Board of Directors remuneration for financial year 2023

Resolution: *Approval*

5.3. Approval of a maximum total amount for management remuneration for financial year 2023

Resolution: *Approval*

Stein am Rhein, May 21, 2022

The Board of Directors

Phoenix Mecano AG

Attachment – result of vote

Of the total share capital of CHF 960,500, divided up into 960,500 bearer shares with a par value of CHF 1, Phoenix Mecano AG holds 86 treasury shares. These treasury shares do not carry voting rights and are not therefore represented. Consequently, a total of 960,414 shares carry voting rights today.

Votes present: 651'454 (representing 67,83 % of the voting rights)

Agenda		YES	NO	Abstentions
1.	Adoption of the 2021 management report including the directors' report, Group accounts and financial statements and the acceptance of the auditors' report	651'424	10	20
2.	Discharge of the members of the Board of Directors and Management	629'476	21'958	20
3.	Decision on the appropriation of retained earnings and determination of dividends	651'424	10	20
4.1.1	Re-election of Benedikt Goldkamp as member and Chairman of the Board of Directors	510'834	140'600	20
4.1.2	Re-election of Dr Florian Ernst as Board member	528'141	123'293	20
4.1.3	Re-election of Dr Martin Furrer as Board member	502'755	148'679	20
4.1.4	Re-election of Ulrich Hocker as Board member	508'657	142'777	20
4.1.5	Re-election of Beat Siegrist as Board member	534'050	117'384	20
4.2.1	Dr Martin Furrer as member of the Compensation Committee	502'635	148'679	140
4.2.2	Ulrich Hocker as member of the Compensation Committee	508'544	142'770	140
4.2.3	Beat Siegrist as member of the Compensation Committee	528'555	122'759	140
4.3	Election of the independent proxy Mr Hans Rudi Alder	651'434	0	20
4.4	Election of the auditors BDO AG, Zurich	651'021	360	73

5.1.	Advisory vote on the 2021 remuneration report	604'483	44'331	2640
5.2.	Approval of a maximum total amount for Board of Directors remuneration for financial year 2023	606'216	44'706	532
5.3.	Approval of a maximum total amount for management remuneration for financial year 2023	628'519	22'403	532