

# Phoenix Mecano AG

Hofwissenstrasse 6, 8260 Stein am Rhein

## Resolution of the Ordinary Shareholders' General Meeting

Friday, May 25, 2012, 3:00 p.m.  
Hotel Chlosterhof, Stein am Rhein

### Agenda and Resolutions

- 1. Adoption of the 2011 annual report including the directors' report, Group accounts and 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 dividends**

Resolution: *Approval.*

- 4.1 Election confirming the members of the Board of Directors**

Resolution: *Approval.*

- 4.2 Election of an auditor**

Resolution: *Re-election of KPMG AG; Zurich*

# Phoenix Mecano AG

## Attachment – result of vote

Of the total share capital of CHF 978'000, divided up into 978'000 bearer shares with a par value of CHF 1, Phoenix Mecano AG holds 4'503 shares. These treasury shares do not carry voting rights and are not therefore represented. Consequently, a total of 973'497 shares carry voting rights today.

**Votes present: 615'589 (representing 63.2% of the voting rights)**

Agenda		YES	NO	Abstentions	Valid votes
1.	Adoption of the 2011 annual report including the directors' report, Group accounts and financial statements and the acceptance of the auditors' report	615'589	0	0	615'589
2.	Discharge of the members of the Board of Directors and Management	612'218	67	3'304	615'589
3.	Decision on the appropriation of retained earnings and determination of dividends	615'589	0	0	615'589
4.1	Election confirming the members of the Board of Directors	598'446	3'300	13'843	615'589
4.2	Election of an auditor	608'379	4'710	2'500	615'589