

Phoenix Mecano AG

Hofwissenstrasse 6, 8260 Stein am Rhein

Resolution of the Ordinary Shareholders' General Meeting

Friday, May 21, 2021, 2:50 p.m.
Phoenix Mecano AG, Stein am Rhein

Agenda and Resolutions

- 1. Adoption of the 2020 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 2020 remuneration report

Resolution: *Approval.*

5.2. Approval of a maximum total amount for Board of Directors remuneration for financial year 2022

Resolution: *Approval*

5.3. Approval of a maximum total amount for management remuneration for financial year 2022

Resolution: *Approval*

Stein am Rhein, May 21, 2021

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 361 treasury shares. These treasury shares do not carry voting rights and are not therefore represented. Consequently, a total of 960,139 shares carry voting rights today.

Votes present: 587'882 (representing 61,2 % of the voting rights)

Agenda		YES	NO	Abstentions
1.	Adoption of the 2020 management report including the directors' report, Group accounts and financial statements and the acceptance of the auditors' report	587'825	0	57
2.	Discharge of the members of the Board of Directors and Management	587'758	42	82
3.	Decision on the appropriation of retained earnings and determination of dividends	587'827	0	55
4.1.1	Re-election of Benedikt Goldkamp as member and Chairman of the Board of Directors	469'220	118'605	57
4.1.2	Re-election of Dr Florian Ernst as Board member	475'877	111'948	57
4.1.3	Re-election of Dr Martin Furrer as Board member	467'466	120'359	57
4.1.4	Re-election of Ulrich Hocker as Board member	473'432	114'393	57
4.1.5	Re-election of Beat Siegrist as Board member	481'843	105'982	57
4.2.1	Dr Martin Furrer as member of the Compensation Committee	467'346	120'379	157
4.2.2	Ulrich Hocker as member of the Compensation Committee	473'302	114'423	157
4.2.3	Beat Siegrist as member of the Compensation Committee	475'918	111'807	157
4.3	Election of the independent proxy Mr Hans Rudi Alder	587'785	0	97
4.4	Election of the auditors BDO AG, Zurich	587'800	0	82

5.1.	Advisory vote on the 2020 remuneration report	529'623	58'202	57
5.2.	Approval of a maximum total amount for Board of Directors remuneration for financial year 2022	546'795	40'890	197
5.3.	Approval of a maximum total amount for management remuneration for financial year 2022	560'937	26'748	197