

# Resolution Minutes

## 20 April 2022

Date 20 April 2022  
Location Schaffhausen

**Corporate Secretary**  
Georg Fischer AG  
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### Resolution Minutes of the 126<sup>th</sup> Annual Shareholders' Meeting of Georg Fischer AG 20 April 2021, 6:00 p.m. – 6:15 p.m., Schaffhausen

#### 1 Formalities

**Chair** Yves Serra, Chairman of the Board of Directors;  
**Deputy Chair** Hubert Achermann, Vice Chairman of the Board of Directors;  
**Minutes** Roland Gröbli, Corporate Secretary of Georg Fischer AG;  
**Vote counters** Nina Tosi, Head of Credit Suisse Schaffhausen; Beat Stöckli, Chief Executive Officer of Ersparniskasse Schaffhausen;  
**Independent Proxy** weber, schaub & partner ag, represented by attorney-at-law lic. iur. LL.M. Christoph J. Vaucher;  
**Auditors** PricewaterhouseCoopers AG, Zurich, represented by Beat Inauen;  
**Invitation dispatched** 22 March 2022

#### 2 Attendance

At 6:00 p.m., the following attendees were noted: The independent proxy represented 2'362'732 votes. This attendance corresponded to 77.3 % of the votes registered in the share register.

#### 3 Resolutions

See Enclosure 1.

#### 4 Comment

Due to the coronavirus pandemic and the corresponding ordinance of the Federal Council, the General Meeting of Shareholders was held without the personal participation of shareholders and was limited to the agenda items required by law and the Articles of Association.

For the resolution minutes:



Roland Gröbli  
Corporate Secretary

**Note:** In accordance with the Articles of Association of Georg Fischer AG, the minutes of the Annual Shareholders' Meeting are regarded as binding once they have been signed by the minute's taker, the Chair and the vote counters. The detailed minutes of the 126<sup>th</sup> Annual Shareholders' Meeting will also be published on [www.georgfischer.com](http://www.georgfischer.com) once they have been duly signed by the above mentioned persons.

|  | Votes represented | Abstentions | Applicable votes | In favor | Opposed | Resolution |
|--|-------------------|-------------|------------------|----------|---------|------------|
|--|-------------------|-------------|------------------|----------|---------|------------|

**Enclosure 1: Resolutions**

|  |           |        |           |           |         |           |
|--|-----------|--------|-----------|-----------|---------|-----------|
| <b>1.1 Annual Report</b>                     |           |        |           |           |         |           |
| Percent                                      |           |        |           | 99.94%    | 0.06%   | Approved. |
| Votes  | 2'362'732 | 7'162  | 2'355'570 | 2'354'159 | 1'411   |           |
| <b>1.2 Compensation Report</b>               |           |        |           |           |         |           |
| Percent                                      |           |        |           | 86.70%    | 13.30%  | Approved. |
| Votes  | 2'362'732 | 20'474 | 2'342'258 | 2'030'836 | 311'422 |           |
| <b>2. Appropriation of retained earnings</b> |           |        |           |           |         |           |
| Percent                                      |           |        |           | 99.74%    | 0.26%   | Approved. |
| Votes  | 2'362'732 | 2'804  | 2'359'928 | 2'353'734 | 6'194   |           |
| <b>3. Discharge</b>                          |           |        |           |           |         |           |
| Percent                                      |           |        |           | 99.70%    | 0.30%   | Approved. |
| Votes  | 2'348'394 | 12'965 | 2'335'429 | 2'328'381 | 7'048   |           |
| <b>4.1. Split of shares</b>                  |           |        |           |           |         |           |
| Percent                                      |           |        |           | 99.55%    | 0.45%   | Approved. |
| Votes  | 2'362'732 | 5'264  | 2'357'468 | 2'346'766 | 10'702  |           |
| <b>4.2 Renewal of authorized capital</b>     |           |        |           |           |         |           |
| Percent                                      |           |        |           | 98.35%    | 1.40%   | Approved. |
| Votes  | 2'362'732 | 5'895  | 2'362'732 | 2'323'691 | 33'146  |           |

|   | Votes represented | Abstentions | Applicable votes | In favor  | Opposed | Resolution |
|---|-------------------|-------------|------------------|-----------|---------|------------|
| <b>5. Re-election of Hubert Achermann</b> |                   |             |                  |           |         |            |
| Percent                                   |                   |             |                  | 99.46%    | 0.54%   | Elected.   |
| Votes                                     | 2'362'732         | 3'906       | 2'358'826        | 2'346'115 | 12'711  |            |
| <b>5. Re-election of Riet Cadonau</b>     |                   |             |                  |           |         |            |
| Percent                                   |                   |             |                  | 83.29%    | 16.71%  | Elected.   |
| Votes                                     | 2'362'731         | 8'396       | 2'354'335        | 1'961'005 | 393'330 |            |
| <b>5. Re-election of Peter Hackel</b>     |                   |             |                  |           |         |            |
| Percent                                   |                   |             |                  | 99.75%    | 0.25%   | Elected.   |
| Votes                                     | 2'362'732         | 3'983       | 2'358'749        | 2'352'853 | 5'896   |            |
| <b>5. Re-election of Roger Michaelis</b>  |                   |             |                  |           |         |            |
| Percent                                   |                   |             |                  | 99.44%    | 0.56%   | Elected.   |
| Votes                                     | 2'362'732         | 3'669       | 2'359'063        | 2'345'760 | 13'303  |            |
| <b>5. Re-election of Eveline Saupper</b>  |                   |             |                  |           |         |            |
| Percent                                   |                   |             |                  | 99.57%    | 0.43%   | Elected.   |
| Votes                                     | 2'362'732         | 7'147       | 2'355'585        | 2'345'553 | 10'032  |            |
| <b>5. Re-election of Yves Serra</b>       |                   |             |                  |           |         |            |
| Percent                                   |                   |             |                  | 87.60%    | 12.40%  | Elected.   |
| Votes                                     | 2'362'732         | 3'476       | 2'359'256        | 2'066'820 | 292'436 |            |
| <b>5. Re-election of Jasmin Staiblin</b>  |                   |             |                  |           |         |            |
| Percent                                   |                   |             |                  | 99.09%    | 0.91%   | Elected.   |
| Votes                                     | 2'362'732         | 4'662       | 2'358'070        | 2'336'601 | 21'469  |            |

|  | Votes represented | Abstentions | Applicable votes | In favor  | Opposed | Resolution |
|--|-------------------|-------------|------------------|-----------|---------|------------|
| <b>5. Election of Ayano Senaha</b>                                 |                   |             |                  |           |         |            |
| Percent  |                   |             |                  | 99.32%    | 0.68%   | Elected.   |
| Votes  | 2'362'732         | 9'997       | 2'352'735        | 2'336'732 | 16'003  |            |
| <b>6.1 Re-election of the Chairman of the Board: Yves Serra</b>    |                   |             |                  |           |         |            |
| Percent  |                   |             |                  | 96.65%    | 3.35%   | Elected.   |
| Votes  | 2'362'732         | 20'523      | 2'342'209        | 2'263'669 | 78'540  |            |
| <b>6.2 Re-election of Riet Cado-nau (Compensation Committee)</b>   |                   |             |                  |           |         |            |
| Percent  |                   |             |                  | 83.39%    | 16.61%  | Elected.   |
| Votes  | 2'362'731         | 11'619      | 2'351'112        | 1'960'607 | 390'505 |            |
| <b>6.2 Election of Roger Michaelis (Compensation Committee)</b>    |                   |             |                  |           |         |            |
| Percent  |                   |             |                  | 98.99%    | 1.01%   | Elected.   |
| Votes  | 2'362'732         | 8'264       | 2'354'468        | 2'330'599 | 23'869  |            |
| <b>6.2 Re-election of Eveline Saupper (Compensation Committee)</b> |                   |             |                  |           |         |            |
| Percent  |                   |             |                  | 98.87%    | 1.13%   | Elected.   |
| Votes  | 2'362'732         | 7'181       | 2'355'551        | 2'328'976 | 26'575  |            |
| <b>7. Compensation of the Board of Directors</b>                   |                   |             |                  |           |         |            |
| Percent  |                   |             |                  | 97.90%    | 2.10%   | Approved.  |
| Votes  | 2'362'732         | 16'375      | 2'346'357        | 2'297'195 | 49'162  |            |
| <b>8. Compensation of the Executive Committee</b>                  |                   |             |                  |           |         |            |
| Percent  |                   |             |                  | 96.46%    | 3.54%   | Approved.  |
| Votes  | 2'362'732         | 14'505      | 2'348'227        | 2'265'158 | 83'069  |            |

|   | <b>Votes represented</b> | <b>Abstentions</b> | <b>Applicable votes</b> | <b>In favor</b> | <b>Opposed</b> | <b>Resolution</b> |
|---|--------------------------|--------------------|-------------------------|-----------------|----------------|-------------------|
| <b>9. Re-election of the statutory auditor: PwC (PricewaterhouseCoopers AG)</b> |                          |                    |                         |                 |                |                   |
| Percent   |                          |                    |                         | 98.86%          | 1.14%          | Elected.          |
| Votes   | 2'362'732                | 3'477              | 2'359'255               | 2'332'464       | 26'791         |                   |
| <b>10. Re-election of the independent proxy</b>                                 |                          |                    |                         |                 |                |                   |
| Percent   |                          |                    |                         | 99.97%          | 0.03%          | Elected.          |
| Votes   | 2'362'732                | 4'309              | 2'358'423               | 2'357'725       | 698            |                   |