

## **Invitation to the ordinary General Meeting of Feintool International Holding AG**

**Thursday, 30 April 2020, 10:00 a.m.  
Tissot Arena, AMAG Lounge, Boulevard des Sports 18, 2504 Biel**

Dear Shareholder

You are cordially invited to our ordinary General Meeting for the 2019 financial year.

### **A. Agenda and Board proposals**

#### **1. Approval of the Annual Report, the 2019 financial statements and the consolidated 2019 financial statements of Feintool International Holding AG**

The Board of Directors proposes that the Annual Report and the 2019 financial statements, as well as the consolidated 2019 financial statements of Feintool International Holding AG, be approved.

#### **2. Appropriation of the 2019 profit**

The Board of Directors proposes the following appropriation of the profit:

Profit 2019	CHF	25 297 052
Carried forward 2018	CHF	77 395 333
<b>Total profit</b>	<b>CHF</b>	<b>102 692 385</b>
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<b>Profit carried forward</b>	<b>CHF</b>	<b>102 692 385</b>

#### **3. Ratification of the actions of the Board of Directors and of the members of Group Management**

The Board of Directors proposes that the actions of its members and of the members of Group Management in the 2019 financial year be ratified.

#### **4. Resolution on compensation**

##### **a. Board of Directors**

The Board of Directors proposes that the General Meeting approves a maximum total amount of CHF 1.5 million for the compensation of the Board of Directors for the period from this ordinary General Meeting to the 2020 ordinary General Meeting (due to be held on 20 April 2021). This includes 5'000 shares of Feintool International Holding AG which are valued at the average price on the ten trading days following publication of the 2019 annual report.

##### **b. Group Management**

The Board of Directors proposes that the General Meeting approves a maximum total amount of CHF 1.9 million for the compensation of Group Management for the 2021 financial year (1 January until 31 December 2021).

## 5. Elections

### a. Election Board of Directors

The Board of Directors proposes to the General Meeting that the Board members Alexander von Witzleben, Norbert Indlekofer und Heinz Loosli (all existing members) and Dr. Marcus Bollig and Christian Mäder (new members) be elected as for a term up to the conclusion of the next ordinary General Meeting (individual voting).

### b. Election of the Chairman of the Board of Directors

The Board of Directors proposes to the General Meeting that Alexander von Witzleben (existing Chairman) be elected as Chairman of the Board of Directors for the term up to the conclusion of the next ordinary General Meeting.

### c. Election of the Compensation and Nomination Committee

The Board of Directors proposes to the General Meeting that Alexander von Witzleben (existing member) and Christian Mäder (new member) be elected as members of the Compensation and Nomination Committee for a term up to the conclusion of the next ordinary General Meeting (individual voting).

### d. Appointment of the independent proxy

The Board of Directors proposes to the General Meeting that COT Treuhand AG, Lyss, be re-elected as independent proxy for a term up to the conclusion of the next ordinary General Meeting.

### e. Election of auditors

The Board of Directors proposes the reappointment of KPMG AG in Zurich as statutory auditors for a further term of one year.

## B. General information

### 1. Supporting documentation

The Annual Report, containing the 2019 annual report and financial statements of Feintool International Holding AG, the consolidated 2019 financial statements of the Feintool Group and a copy of the 2019 statutory auditors' reports, the remuneration report including supporting audit confirmation, is available for inspection by shareholders during office hours at the company's headquarters as of 3 March 2020. It can also be viewed online and downloaded from [www.feintool.com](http://www.feintool.com).

### 2. Dispatch of documents

Shareholders recorded in the shareholder register by 05:00 p.m. on Wednesday, 22 April 2020 (closing date) will have the following documents sent to them at the address most recently supplied:

- Invitation to the General Meeting
- Registration slip with reply envelope

If you have any questions about the invitation, please contact Danja Blumer, tel. +41 32 387 51 59 or e-mail [danja.blumer@feintool.com](mailto:danja.blumer@feintool.com).

#### **Future dispatch of invitation to the General Meeting electronically**

If you would like to receive the invitation to the General Meeting in the future electronically, please use the website [www.netvote.ch/feintool](http://www.netvote.ch/feintool) and choose option «Select correspondence method». You will find the login details in the attached response card.

### 3. Admission

Admission cards for the General Meeting will only be sent out once you have registered to attend. Registrations must be sent using the enclosed registration slip to areg.ch ag, Feintool International Holding AG, Fabrikstrasse 10, 4614 Hägendorf, and be received by 27 April 2020 at the latest.

#### **4. Representation at the General Meeting**

In accordance with Article 10 of the Articles of Association, only a shareholder's legal representative, another registered shareholder present or the independent proxy (see section 5) may represent a shareholder at the General Meeting. Permission must be granted in the form of written authorization (see registration slip).

#### **5. Independent proxy**

The independent proxy is COT Treuhand AG, Bielstrasse 29, CH-3250 Lyss. Should the independent proxy be unable to attend, the Board of Directors will appoint a new independent proxy. The powers of delegation issued to the independent proxy also apply to any new independent proxy appointed by the Board of Directors. Shareholders who wish to request representation by the independent proxy and issue him with voting instructions must send their signed and dated registration slips using the enclosed reply envelope either directly to COT Treuhand AG or to areg.ch ag, Feintool International Holding AG, Fabrikstrasse 10, 4614 Hägendorf, by 27 April 2020 (date of receipt) at the latest. Alternatively, shareholders can request representation and issue instructions to the independent proxy electronically at <https://netvote.ch/feintool> at the latest by 27 April 2020, 12.00 p.m. The independent proxy will not accept any instructions to speak on a shareholder's behalf.

#### **6. Organizational points**

The Annual General Meeting will take place at the Tissot Arena, AMAG Areal, Boulevard des Sports 18 in Biel. Parking spaces will be available. Doors open at 9:30 a.m., the General Meeting will begin at 10:00 a.m. and will finish at approx. 11:45 a.m. Due to the current circumstances we refrain from offering complimentary refreshments after the event.

Lyss, 2 April 2020

Feintool International Holding AG

The Board of Directors

**Please note the IMPORTANT NOTICE regarding the conduction of the Annual General Meeting included in this post mailing and published on our website [www.feintool.com](http://www.feintool.com).**

To the shareholders  
of Feintool International Holding AG

Lyss, April 2, 2020

## **Important notice regarding the participation in the Annual General Meeting of April 30, 2020**

Dear Shareholder

Feintool's highest priority is the wellbeing of the shareholders and its employees. Considering the current situation due to the distribution of the corona virus (COVID-19) we inform you that Feintool's Annual General Meeting will be limited to the statutory meeting only with a reduced attendance by its representatives and staff. After the meeting there will be no reception with complimentary refreshments.

Given the current circumstances, Feintool encourages shareholders not to attend in person, but rather to provide voting instructions to the independent voting rights representative (by means of the reply card, the admission card or the online registration [www.netvote.ch/feintool](http://www.netvote.ch/feintool)). If you have recently visited one of the high-risk countries named by the Swiss Federal Office of Public Health (FOPH) or if you feel sick or weak, we ask you urgently to refrain from participating in the Annual General Meeting.

Referring to the Ordinance 2 on measures to prevent corona virus (COVID-19) Art. 6a, para. 1 lit. b, our Board of Directors have decided to hold the General Annual Meeting only with the independent voting rights representative who will forward the instructions on behalf of the shareholders. Provided that the measures stated in the ordinance will be prolonged until minimum April 30, 2020.

Thank you for your cooperation.

Yours sincerely,

Feintool International Holding AG



Alexander von Witzleben  
President of the Board of Directors