

# MEDIA RELEASE

14 May 2019

## **Outcome of the Valartis Group AG Annual General Meeting 2019**

*At the 37<sup>th</sup> Ordinary General Meeting of Valartis Group AG on 14 May 2019, held at Zunfthaus zur Waag in Zurich, Switzerland, the 39 shareholders who were present as well as the shareholders represented by the independent proxy endorsed all motions proposed by the Board of Directors. Gustav Stenbolt was re-elected as Chairman of the Board of Directors and Philipp LeibundGut and Olivier Brunisholz were re-elected as members of the Board of Directors for a term of office up to conclusion of the next Ordinary General Meeting. Furthermore, all proposed changes to the Articles of Association have been accepted. Of the total of 5,000,000 registered shares with a par value of CHF 1.00 each, 2,588,859 or 51.78 per cent of total capital and votes were represented at this year's General Meeting.*

## **Endorsement of the Group consolidated financial statements, Management's discussion and analysis and annual accounts for FY 2018**

The Valartis Group AG consolidated financial statements, Management's discussion and analysis and the annual accounts for FY 2018 were unanimously approved at the General Meeting.

## **Approval of allocation of disposable profit of Valartis Group AG**

The General Meeting endorsed the motion of the Board of Directors to pay out a dividend on capital entitled to dividend payments of CHF 436,200 (CHF 0.10 per registered share) and carry forward retained earnings of CHF 67.1 million by a considerable majority.

## **Discharge of liability for members of the Board of Directors & Executive Management**

Shareholders discharged the members of the Board of Directors and the members of the Executive Management from liability for FY 2018 by a considerable majority.

## **Approval of changes to the Articles of Association**

The General Meeting endorsed the changes to the Articles of Association proposed by the Board of Directors by a considerable majority (4 articles).

## **Approval of Compensation Report**

The 2018 Compensation Report was approved by a considerable majority in an advisory vote.

## **Endorsement of compensation for members of the Board of Directors and Executive Management**

The General Meeting endorsed the total compensation package for the Board of Directors for the period from the General Meeting 2019 to the General Meeting 2020, together with the total compensation package for the Executive Committee for FY 2020 (fixed compensation, excluding bonuses to be paid) by a considerable majority.

### Re-elections to the Board of Directors

Shareholders re-elected individually Gustav Stenbolt as Chairman and Philipp LeibundGut and Olivier Brunisholz as members of the Board of Directors by a considerable majority – each for a term of office up to conclusion of the next Ordinary General Meeting.

### Elections to the Compensation Committee

The General Meeting elected Philipp LeibundGut, Gustav Stenbolt and Olivier Brunisholz as members of the Compensation Committee by a considerable majority – each for a term of office up to conclusion of the next Ordinary General Meeting.

### Re-elections of auditors and of independent proxy

Shareholders unanimously re-elected the auditors BDO Ltd., Switzerland for a period of one year and unanimously re-elected the independent proxy, Martin Rechtsanwälte, Winterthur, Switzerland up to conclusion of the next Ordinary General Meeting.

### Approval of a 2<sup>nd</sup> Share Buy-back Programme

The General Meeting authorised the repurchase up to a maximum of 470,000 shares of the Company's own shares prior to the 2020 Annual General Meeting by way of a public share buy-back programme for cancellation purposes by a considerable majority. Any shares repurchased under the public share buy-back programme are to be cancelled and, therefore, will not fall within the scope of the 10 per cent limit on a company's own shares pursuant to Art. 659 of the Swiss Code of Obligations. The amendment of the Articles of Association (reduction of share capital, Article no. 3) in respect of the actual number of shares repurchased will be submitted to the Annual General Meeting 2020 for approval.

### Agenda

Ex-dividend date	16 May 2019
Dividend record date	17 May 2019
Dividend pay-out date	20 May 2019
Half-year Report 2019	28 August 2019
Annual Report 2019	7 April 2020
Annual General Meeting 2019	19 May 2019

### For further information please contact:

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### Valartis Group

*Valartis Group is an international finance group with offices in Switzerland, Luxembourg, as well as Moscow and St. Petersburg. Valartis Group AG (Fribourg, Switzerland) is listed on the Swiss stock exchange, SIX Swiss Exchange. Business operations encompass the fields of Financial Services, Real Estate Project Management and Participations.*

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