



Category: Notifications issued to company members

Sub-category: Invitation to the General Meeting

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Invitation to the ordinary general meeting WISeKey SA

Organisation concerned:

WISeKey SA
CHE-101.022.134
c/o: World Trade Center
route de Pré-Bois 29
1217 Meyrin

General meeting details:

23.08.2021, 10:00 Uhr, at the offices of WISeKey SA
Route de Pré-Bois 29
1215 Geneva
Switzerland

Invitation/Agenda:

1. Approval of the annual report and the audited financial statements of the Company as of and for the period ended on 31st of December 2020.
2. Appropriation of the balance sheet result.
3. Grant of discharge to the members of the Board of Directors and the Executive Management.
4. Re-election of the members of the Board of Directors.
5. Re-election of the Statutory Auditor.

Remarks:

Due to the extraordinary situation in connection with the COVID-19 (coronavirus) pandemic, the AGM cannot take place in the usual format. The AGM will be held at the offices of WISeKey SA, Route de Pré-Bois 29, 1215 Geneva, Switzerland, in accordance with the Swiss Federal Council Ordinance 3 on Measures to Combat the Coronavirus (COVID-19) of June 19, 2020, as amended from time to time (the COVID-19 Ordinance). It will therefore not be possible for shareholders to attend the General Meeting in person

at the venue. Shareholders may exercise their voting rights only by giving written voting instructions, as further described in this invitation and notice of meeting.



**Invitation to
the Annual General Meeting of Shareholders
of
WIS@key SA**

The Annual General Meeting of Shareholders (the **AGM**) of WIS@key SA (the **Company**) will be held on Monday, 23rd August 2021, at 10:00 AM.

Due to the extraordinary situation in connection with the COVID-19 (coronavirus) pandemic, the AGM cannot take place in the usual format. The AGM will be held at the offices of WIS@key SA, Route de Pré-Bois 29, 1215 Geneva, Switzerland, in accordance with the Swiss Federal Council Ordinance 3 on Measures to Combat the Coronavirus (COVID-19) of June 19, 2020, as amended from time to time (the **COVID-19 Ordinance**). It will therefore not be possible for shareholders to attend the General Meeting in person at the venue. Shareholders may exercise their voting rights only by giving written voting instructions, as further described in this invitation and notice of meeting.

There will be the following items and proposals on the agenda of the AGM:

Agenda Items | Proposals

1. Approval of the annual report and the audited financial statements of the Company as of and for the period ended on 31st of December 2020.

Proposal of the Board of Directors: to approve the annual report and the audited financial statements of the Company as of and for the period ended on 31st of December 2020.

2. Appropriation of the balance sheet result.

Proposal of the Board of Directors: to approve carry forward of the loss in the amount of CHF 3,199,088.

3. Grant of discharge to the members of the Board of Directors and the Executive Management.

Proposal of the Board of Directors: to grant discharge to the members of the Board of Directors and the Executive Management for the period that commenced on 1st of January 2020 and ended on 31st of December 2020.

4. Re-election of the members of the Board of Directors.

Proposal of the Board of Directors: to re-elect Messrs. Joao Carlos Creus Moreira and Peter Ward as members of the Board of Directors, each for a term of office of three years.

5. Re-election of the Statutory Auditor.

Proposal of the Board of Directors: to re-elect BDO SA, Route de Meyrin 123, 1219 Genève, Switzerland, as the statutory auditor of the Company for a one-year term.

Documentation:

The annual report and the financial statements for financial year 2020 of the Company, together with the auditor's report thereon, is made available to the registered shareholders at the Company's registered office 20 calendar days before the AGM is held.



Any requests or questions regarding the above referenced documents or other matters related to the AGM should be addressed to: shareholderrelations@wisekey.com.

Written Voting Instructions:

Shareholders registered with voting rights in the share register of the Company as of 16th of August 2021 (the **Record Date**) will be authorized to submit written voting instructions to the AGM. Qualifying Shareholders so wishing to submit written voting instructions to the AGM are asked to order, **no later than August 16, 2021**, a voting instruction form by (1) sending an email to "shareholderrelations@wisekey.com" and (2) returning by post the voting instruction form made available to them electronically duly signed and completed to the Company, World Trade Center II – 29, route de Pré-Bois – Case Postale 853 – 1215 Geneva 15. **The registration form must be received by the Company no later than on the 20th of August 2021.**

Shareholders of record as of the Record Date who have sold their shares prior to the AGM are not entitled to vote those shares. Shareholders who purchase our shares and, upon application, become registered in our share register as shareholders with voting rights with respect to such shares after the Record Date and wish to vote their shares at the AGM, will need to obtain a written proxy, executed in their favour, from the registered holder of those shares as of the Record Date in order to be able to vote their shares in person at the AGM.

Geneva, Switzerland, on behalf of the Board of Directors,
on 23th of July 2021.

Carlos Moreira

Chairman of WIS@Key SA