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Invitation to the ordinary general meeting Aluflexpack AG

Organisation concerned:

Aluflexpack AG

CHE-379.203.800

Alte Aarauerstrasse 11

5734 Reinach AG

General meeting details:

22.05.2024, 10:00 Uhr, The Hall, Hoffnigstrasse 1, 8600 Dübendorf, Switzerland

Invitation/Agenda:

Please refer to the PDF attached to this notice for the agenda, proposals and explanations as well as further information on documentation, participation, voting rights and representation.

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CHE-379.203.800

Reinach, 29 April 2024

To the shareholders of Aluflexpack AG

Invitation to the Annual General Meeting

Date: Wednesday, 22 May 2024, 10:00 CEST (doors open at 09:30 CEST)

Place: The Hall, Hoffnigstrasse 1, 8600, Dübendorf, Switzerland

Agenda

1. Approval of the Management Report, Annual Financial Statements and Consolidated Financial Statements for the business year 2023
2. Advisory vote on the Sustainability Report 2023
3. Advisory vote on the Compensation Report 2023
4. Appropriation of the available result
5. Discharge of the members of the Board of Directors and the Management Board
6. Compensation of the members of the Board of Directors and the Management Board
 - 6.1. Compensation of the members of the Board of Directors for the period between this Annual General Meeting and the following Annual General Meeting
 - 6.2. Compensation of the members of the Management Board for the business year 2024
 - i. Fixed and variable short-term compensation
 - ii. Variable long-term compensation

7. Election of the Board of Directors

- 7.1. Re-election of Martin Ohneberg as President and member of the Board of Directors
- 7.2. Re-election of Alois Bühler as member of the Board of Directors
- 7.3. Re-election of Christian Hosp as member of the Board of Directors
- 7.4. Re-election of Markus Vischer as member of the Board of Directors
- 7.5. Re-election of Bernd Winter as member of the Board of Directors

8. Election of the Nomination and Compensation Committee

- 8.1. Re-election of Christian Hosp as member of the Nomination and Compensation Committee
- 8.2. Re-election of Martin Ohneberg as member of the Nomination and Compensation Committee
- 8.3. Re-election of Bernd Winter as member of the Nomination and Compensation Committee

9. Election of the Auditors

10. Election of the Independent Voting Rights Representative

Proposals and explanations of the Board of Directors

1. Approval of Management Report, Annual Financial Statements and Consolidated Financial Statements for the business year 2023

The Board of Directors proposes to the Annual General Meeting to approve the Management Report as well as the single-entity Annual Financial Statements (Statutory Accounts) and the Consolidated Financial Statements for the business year 2023.

Explanation: Pursuant to Article 7 of the Articles of Association, the Management Report, the single-entity Annual Financial Statements (Statutory Accounts) and the Consolidated Financial Statements need to be approved by the General Meeting. These documents are contained in the Annual Report 2023. Link to access these documents:

<https://www.aluflexpack.com/investors-financial-publications/>



2. Advisory vote on the Sustainability Report 2023

The Board of Directors proposes to the Annual General Meeting to approve the Sustainability Report 2023 (non-binding advisory vote)

Explanation: Pursuant to Article 7 of the Articles of Association, the Sustainability Report needs to be approved by the General Meeting. The Sustainability Report 2023 contains the non-financial reporting regarding environmental affairs, in particular CO₂ targets, social affairs, employee

affairs, human rights and anti-corruption. This advisory vote is non-binding. The Sustainability Report 2023 is available at the following link:

<https://www.aluflexpack.com/newsmedia-mediaanddownloads/>



3. Advisory vote on the Compensation Report 2023

The Board of Directors proposes to the Annual General Meeting to approve the Compensation Report 2023 (non-binding advisory vote).

Explanation: The Compensation Report 2023 contains the compensation principles for the Board of Directors and the Management Board as well as the reporting on the compensation in the business year 2023. This advisory vote is non-binding. The Compensation Report 2023 is part of the Annual Report 2023 and is available at the following link:

<https://www.aluflexpack.com/investors-financial-publications/>



4. Appropriation of the available result

The Board of Directors proposes to the Annual General Meeting to carry forward the accumulated loss of CHF 40,279,950.57 (loss carried forward from previous years of CHF 31,299,077.09 and loss for the business year 2023 of CHF 8,980,873.48) and not to distribute a dividend.

Explanation: The Board of Directors takes the view that the greatest increase in value of shareholders can be achieved by allocating available funds to the growth projects of Aluflexpack AG and therefore proposes not to distribute a dividend.

5. Discharge of the members of the Board of Directors and the Management Board

The Board of Directors proposes to the Annual General Meeting to grant discharge from liability to all the members of the Board of Directors and the Management Board for their activities in the business year 2023.

Explanation: Pursuant to Article 7 of the Articles of Association, the General Meeting resolves on the discharge from liability of the members of the Board of Directors and the Management Board.

6. Compensation of the members of the Board of Directors and the Management Board

6.1. Compensation of the members of the Board of Directors for the period between this Annual General Meeting and the next Annual General Meeting

The Board of Directors proposes to the Annual General Meeting to approve a maximum total compensation of € 200,000 for the members of the Board of Directors for the period until the next Annual General Meeting.

Explanation: The proposed maximum amount covers the total compensation for the period until the next Annual General Meeting and is a fixed compensation. Further information can be found in the Compensation Report 2023. The Compensation Report 2023 is part of the Annual Report 2023 and is available at the following link:

<https://www.aluflexpack.com/investors-financial-publications/>



6.2. Compensation of the members of the Management Board for the business year 2023

i. Fixed and variable short-term compensation

The Board of Directors proposes to the Annual General Meeting to approve a maximum total amount of € 1,300,000 for the fixed and variable short-term compensation for the members of the Management Board for the period from 1 January to 31 December 2024.

Explanation: The proposed maximum amount covers both fixed and variable short-term compensation of the Management Board for the business year 2024. Further information can be found in the Compensation Report 2023. The Compensation Report 2023 is part of the Annual Report 2023 and is available at the following link:

<https://www.aluflexpack.com/investors-financial-publications/>



ii. Variable long-term compensation

The Board of Directors proposes to the Annual General Meeting to approve a maximum total amount of € 450,000 for the variable long-term compensation for the members of the Management Board for the period from 1 January to 31 December 2024.

Explanation: The proposed maximum amount covers the total long-term variable compensation of the members of the Management Board for the business year 2024 and is dependent on the achievement of long-term qualitative and quantitative targets, which are set out in the

Compensation Report 2023. The Compensation Report 2023 is part of the Annual Report 2023 and is available at the following link:

<https://www.aluflexpack.com/investors-financial-publications/>



7. Election of the Board of Directors

Explanation: Pursuant to Article 17 of the Articles of Association, the General Meeting elects the members of the Board of Directors individually and one of the members of the Board of Directors as President. Re-election is permitted. The Board of Directors proposes the re-election of Martin Ohneberg as its President and member as well as the re-election of Alois Bühler, Christian Hosp, Markus Vischer and Bernd Winter as members of the Board of Directors.

7.1. Re-election of Martin Ohneberg as President and member of the Board of Directors

The Board of Directors proposes to the Annual General Meeting to re-elect Martin Ohneberg as President and member of the Board of Directors for a term of office ending on conclusion of the next Annual General Meeting.

7.2. Re-election of Alois Bühler as member of the Board of Directors

The Board of Directors proposes to the Annual General Meeting to re-elect Alois Bühler as member of the Board of Directors for a term of office ending on conclusion of the next Annual General Meeting.

7.3. Re-election of Christian Hosp as member of the Board of Directors

The Board of Directors proposes to the Annual General Meeting to re-elect Christian Hosp as member of the Board of Directors for a term of office ending on conclusion of the next Annual General Meeting.

7.4. Re-election of Markus Vischer as member of the Board of Directors

The Board of Directors proposes to the Annual General Meeting to re-elect Markus Vischer as member of the Board of Directors for a term of office ending on conclusion of the next Annual General Meeting.

7.5. Re-election of Bernd Winter as member of the Board of Directors

The Board of Directors proposes to the Annual General Meeting to re-elect Bernd Winter as member of the Board of Directors for a term of office ending on conclusion of the next Annual General Meeting.

8. Election of the Nomination and Compensation Committee

Explanation: Pursuant to Article 26 of the Articles of Association, the General Meeting elects the members of the Nomination and Compensation Committee individually. Only members of the Board of Directors can be elected as members of the Nomination and Compensation Committee. Re-election is permitted. The Board of Directors proposes the re-election of Christian Hosp, Martin Ohneberg and Bernd Winter as members of the Nomination and Compensation Committee.

8.1. Re-election of Christian Hosp as member of the Nomination and Compensation Committee

The Board of Directors proposes to the Annual General Meeting to re-elect Christian Hosp as a member of the Nomination and Compensation Committee for a term of office ending on conclusion of the next Annual General Meeting.

8.2. Re-election of Martin Ohneberg as member of the Nomination and Compensation Committee

The Board of Directors proposes to the Annual General Meeting to re-elect Martin Ohneberg as a member of the Nomination and Compensation Committee for a term of office ending on conclusion of the next Annual General Meeting.

8.3. Re-election of Bernd Winter as member of the Nomination and Compensation Committee

The Board of Directors proposes to the Annual General Meeting to re-elect Bernd Winter as a member of the Nomination and Compensation Committee for a term of office ending on conclusion of the next Annual General Meeting.

9. Election of the Auditors

The Board of Directors proposes to the Annual General Meeting to re-elect KPMG AG, Bogenstrasse 7, 9000 St. Gallen, Switzerland, as Auditors for the business year 2024.

Explanation: Pursuant to Article 27 of the Articles of Association, the General Meeting elects the Auditors in accordance with the provisions of law for a period of one business year. An auditing company supervised by the government shall be elected as Auditor. The term of office of Auditors ends with the approval of the most recent annual financial statements. Re-election is permitted.

10. Election of the Independent Voting Rights Representative

The Board of Directors proposes to the Annual General Meeting to re-elect Law Office Keller Ltd, Splügenstrasse 8, 8002 Zurich, Switzerland, as Independent Voting Rights Representative for a term of office ending on conclusion of the next Annual General Meeting.

Explanation: Pursuant to Article 13 of the Articles of Association, the General Meeting elects the Independent Voting Rights Representative. Re-election is permitted.

Organizational Notes

Documentation

The Annual Report for the business year 2023, including the Management Report, the single-entity Annual Financial Statements (Statutory Accounts), the Consolidated Financial Statements, the Corporate Governance Report 2023, the Compensation Report 2023 and the reports of the Auditors, as well as the Sustainability Report 2023 are available on Aluflexpack's website under the following links:

<https://www.aluflexpack.com/investors-financial-publications/>



<https://www.aluflexpack.com/newsmedia-mediaanddownloads/>



Voting Rights

Shareholders entered in the share register with the right to vote on 29 April 2024 (until 11:59 CEST) will be entitled to vote at the Annual General Meeting and will receive the invitation together with the form for registration/power of attorney by mail. Shareholders entered in the share register with the right to vote between 29 April 2024 12:00 CEST and 14 May 2024 (until 17:00 CEST) will be entitled to vote at the Annual General Meeting and receive the invitation together with the form for registration/power of attorney by subsequent mail. From 14 May 17:01 CEST until 22 May 2024 no entries will be made in the share register which would create a right to vote at the Annual General Meeting. Shareholders who sell part or all of their shares before the Annual General Meeting are no longer entitled to vote to that extent.

Participation and Power of Attorney

The Annual General Meeting will be held physically. Shareholders not able or not willing to participate personally, may be represented by the Independent Voting Rights Representative or any other person.

Shareholders who wish to be represented by the Independent Voting Rights Representative, Law Office Keller Ltd, Splügenstrasse 8, 8002 Zurich, Switzerland, shall proceed as follows:

- (a) Hardcopy: Shareholders shall submit the original of the completed and signed form for power of attorney with voting instructions to Computershare Schweiz AG, General Meetings, P.O. Box, 4601 Olten, Switzerland, by no later than 17 May 2024 (date of receipt). If the completed and signed form for power of attorney with instructions is received later, a consideration of the votes cannot be guaranteed.
- (b) Electronically: Alternatively, shareholders may issue the power of attorney and the respective instructions to the Independent Voting Rights Representative by electronic means. The relevant personal login is included in the form for registration/power of attorney. Shareholders may issue the power of attorney and amend issued instructions until 17 May 2024, 23:59 CEST.

Shareholders who opt to be represented by the Independent Voting Rights Representative but do not issue specific instructions, authorize the Independent Voting Rights Representative to exercise their voting rights in favour of the proposals made by the Board of Directors. This also applies if any unannounced proposals to agenda items and/or new agenda items not listed in this invitation are to be voted at the Annual General Meeting.

If after the issuance of a power of attorney to the Independent Voting Rights Representative by a shareholder and before 14 May 2024, 17:00 CEST, further registered shares with voting rights are entered in the share register in the name of the respective shareholder, the submitted instructions shall also apply to the shares newly entered in the share register in the name of such shareholder.

Language

The Annual General Meeting will be held in German. There will be no simultaneous translation of the Annual General Meeting.

Questions

Shareholders can send their questions ahead of the Annual General Meeting to Aluflexpack AG Alte Aarauerstrasse 11, 5734 Reinach (AG), Switzerland, or e-mail them to ir@aluflexpack.com.

On behalf of the Board of Directors of Aluflexpack AG

Martin Ohneberg,

President of the Board of Directors