

# Phoenix Mecano AG

Hofwissenstrasse 6, 8260 Stein am Rhein

## Resolution of the Ordinary Shareholders' General Meeting

Friday, May 24, 2013, 3:00 p.m.  
Hotel Chlosterhof, Stein am Rhein

### Agenda and Resolutions

- 1. Adoption of the 2012 annual report including the directors' report, Group accounts and financial statements and the acceptance of the auditors' report**

Resolution: *Approval.*

- 2. Discharge of the members of the Board of Directors and Management**

Resolution: *Discharge granted.*

- 3. Decision on the appropriation of retained earnings and determination of dividends**

Resolution: *Approval.*

- 4.1 Election confirming the members of the Board of Directors**

Resolution: *Approval.*

- 4.2 Election of an auditor**

Resolution: *Re-election of KPMG AG; Zurich*

# Phoenix Mecano AG

## Attachment – result of vote

Of the total share capital of CHF 978'000, divided up into 978'000 bearer shares with a par value of CHF 1, Phoenix Mecano AG holds 19'003 shares. These treasury shares do not carry voting rights and are not therefore represented. Consequently, a total of 958'997 shares carry voting rights today.

**Votes present: 647'067 (representing 67.5% of the voting rights)**

Agenda		YES	NO	Abstentions	Valid votes
1.	Adoption of the 2012 annual report including the directors' report, Group accounts and financial statements and the acceptance of the auditors' report	644'567	0	2'500	647'067
2.	Discharge of the members of the Board of Directors and Management	642'023	0	5'044	647'067
3.	Decision on the appropriation of retained earnings and determination of dividends	647'067	0	0	647'067
4.	Election of an auditor	644'567	0	2'500	647'067