



NORINVEST HOLDING SA

NOTICE OF THE ANNUAL GENERAL MEETING OF NORINVEST HOLDING SA

to be held on Thursday 27 June 2023 at 5:30pm
at the offices of Norinvest Holding SA
Avenue de Miremont 20, 1206 Geneva

Agenda and Recommendations of the Board of Directors ("BoD Proposal")

- 1. Annual report, financial statements of Norinvest Holding SA and consolidated financial statements of the Group for the financial year ended on 31 December 2023**
Approval of the annual report, of the financial statements of the Company and of the consolidated financial statements of the Group for the financial year ended on 31 December 2023. Acknowledgement of the reports prepared by the auditors.
BoD Proposal: Approval of the annual report, the financial statements of the Company and the financial statements of the Group for the financial year 2023.
- 2. Appropriation of the available earnings on the balance sheet of CHF 8'197'426**
BoD Proposal: To be carried forward to the new account: CHF 8'197'426
- 3. Distribution to shareholders out of capital contribution reserves**
BoD Proposal: Distribution of CHF 0.20 per share out of capital contribution reserves, up to a maximal amount of CHF 4'400'000. The last day with entitlement to receive the distribution is expected to be 28 June 2024, and the shares are expected to be treated ex-distribution rights as of 1st July 2024. Payment is expected to be made on 3rd July 2024.
- 4. Discharge to the members of the Board of Directors**
BoD Proposal: Discharge is given to all the members of the Board of Directors for the activity performed during the financial year 2023.
- 5. Elections of the Board of Directors**
BoD Proposal: Election of the following members for a term of office of one year expiring at the end of the next ordinary general meeting of shareholders:
 - 5.1 Massimo Esposito
 - 5.2 Marco J. Netzer
 - 5.3 Giovanni M. Rossi
 - 5.4 Gustav Stenbolt
 - 5.5 Raffaella Widmer-Esposito
- 6. Election of the Company and Group auditors**
BoD Proposal: Election of KPMG SA as auditors of Norinvest Holding SA and of the Group for the financial year 2024.
- 7. Information on extraordinary events, if any, which occurred within the Group after 31 December 2023**

Points for the agenda

No requests that matters be included in the agenda have been made in accordance with article 14 of the articles of incorporation of Norinvest Holding SA.

Holders of registered shares

Only shareholders registered in the share register as shareholders or usufructuaries with voting rights as at 31 May 2024 can exercise their voting right or the other rights attached to the shares at the Annual General Meeting.



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Shareholders' representation

A shareholder may arrange for his/her shares to be represented at the Ordinary General Meeting by his/her legal representative or, with the proxy form attached to the notice, by another person or by the Company representative. The Company representative must receive any instruction from shareholders by 27 June 2024 at 12.00 noon (Swiss time) at the latest.

The shareholder representatives are requested to inform the Company of the number of shares they represent as soon as possible, but no later than 27 June 2024 at the entrance control.

Annual report and auditors' reports

The annual report, the financial statements and the auditors' reports are available for inspection by the shareholders at the Company's registered office. They are also available on the Website: www.norinvest.ch. Any shareholder may receive a copy of these documents by addressing a written request to the Company and / or at corporate@norinvest.ch.

The minutes of the General Meeting will be available at the Company's registered office as from 8 July 2024.

Geneva, 31 May 2024

The Board of Directors

