

## Voting Results of the 50th Annual General Meeting of Shareholders of OC Oerlikon Corporation AG, Pfäffikon

KKL Luzern, Lucerne, Switzerland, March 21, 2023

### Participation

Number of shareholders present:	403
Number of votes represented:	224 268 160
Corresponding to:	66.01% of the issued shares
Absolute majority:	112 134 081 shares

### Agenda

#### 1. Revision of the Articles of Association

##### 1.1 Capital Structure

Shareholders approved the changes of the provisions relating (Art. 4 – 8 of the Articles of Association) to the Corporation's capital structure with 97.04% of the votes.

Yes:	217 649 441	97.04%
No:	6 233 950	2.78%
Abstention:	396 176	0.18%

##### 1.2 Shareholder Rights, General Meeting of Shareholders, Notices

Shareholders approved with 77.06% of the votes the changes to the Articles of Association (Art. 12 – 16, 18, 19 and 36) in connection with shareholder rights, the general meeting of shareholders and the form of notices to shareholders.

Yes:	172 819 854	77.06%
No:	51 070 436	22.77%
Abstention:	388 677	0.17%

##### 1.3 Board of Directors

The amendments to Art. 20 para. 1, Art. 22 para. 2 and 3 and Art. 23 para. 6 of the Articles of Association were approved by 99.14% of the votes.

Yes:	222 350 746	99.14%
No:	1 408 090	0.63%
Abstention:	520 131	0.23%

##### 1.4 Compensation, Agreements with members of the Board of Directors and Executive Management, Mandates outside of the Corporation

Shareholders approved the amendments to Art. 29, Art. 31 para. 4 and Art. 32 para. 1 and to add Art. 28 para. 4 of the Articles of Association with 99.10% of the votes.

Yes:	222 267 345	99.10%
No:	1 292 342	0.58%
Abstention:	719 280	0.32%

## 2. Approval of the Group Business Review, the Annual Financial Statements of OC Oerlikon Corporation AG, Pfäffikon and the Consolidated Financial Statements for 2022

The Group Business Review, the Annual Financial Statements of OC Oerlikon Corporation AG, Pfäffikon and the Consolidated Financial Statements for 2022 were approved with 99.61% of the votes.

Yes:	223 408 818	99.61%
No:	220 853	0.10%
Abstention:	646 276	0.29%

## 3. Allocation of the 2022 available earnings and distribution of a dividend

Shareholders approved with 97.28% of the votes to carry forward the balance of available earnings of CHF 591 470 437 and the distribution of a dividend of CHF 0.35 on dividend bearing shares with a nominal value of CHF 1.00 each.

Yes:	218 167 842	97.28%
No:	5 850 537	2.61%
Abstention:	258 168	0.11%

## 4. Discharge of the members of the Board of Directors and the Executive Committee for the financial year 2022

Shareholders granted the discharge of the members of the Board of Directors and the Executive Committee for the financial year 2022 with 98.20% of the votes.

Yes:	76 109 184	98.20%
No:	653 525	0.84%
Abstention:	744 744	0.96%

## 5. Elections to the Board of Directors

### 5.1 Re-elections

#### 5.1.1 Prof. Dr. Michael Süss

Prof. Dr. Michael Süss was re-elected as Chairman of the Board of Directors for a one-year term of office until completion of the next Annual General Meeting of Shareholders with 83.47% of the votes.

Yes:	187 175 839	83.47%
No:	36 453 235	16.25%
Abstention:	630 018	0.28%

#### 5.1.2 Mr. Paul Adams

Mr. Paul Adams was re-elected as Director for a one-year term of office until completion of the next Annual General Meeting of Shareholders with 94.96% of the votes.

Yes:	212 963 090	94.96%
No:	10 887 894	4.86%
Abstention:	408 108	0.18%

#### 5.1.3 Mr. Jürg Fedier

Mr. Jürg Fedier was re-elected as Director for a one-year term of office until completion of the next Annual General Meeting of Shareholders with 96.14% of the votes.

Yes:	215 607 123	96.14%
No:	8 249 389	3.68%
Abstention:	402 580	0.18%

## 5.1.4 Ms. Irina Matveeva

Mrs. Irina Matveeva was re-elected as Director for a one-year term of office until completion of the next Annual General Meeting of Shareholders with 95.58% of the votes:

Yes:	214 355 870	95.58%
No:	9 410 363	4.20%
Abstention:	492 859	0.22%

## 5.1.5 Mr. Alexey V. Moskov

Mr. Alexey V. Moskov was re-elected as Director for a one-year term of office until completion of the next Annual General Meeting of Shareholders with 90.16% of the votes.

Yes:	202 180 631	90.16%
No:	21 511 132	9.59%
Abstention:	567 329	0.25%

## 5.1.6 Mr. Gerhard Pegam

Mr. Gerhard Pegam was re-elected as Director for a one-year term of office until completion of the next Annual General Meeting of Shareholders with 88.44% of the votes.

Yes:	198 329 592	88.44%
No:	25 393 583	11.32%
Abstention:	535 917	0.24%

## 5.1.7 Mr. Zhenguo Yao

Mr. Zhenguo Yao was re-elected as Director for a one-year term of office until completion of the next Annual General Meeting of Shareholders with 98.11% of the votes.

Yes:	220'028'682	98.11%
No:	3'739'223	1.67%
Abstention:	491'187	0.22%

## 5.2 Election of a new member

Ms. Inka Koljonen was elected as Director for a one-year term of office until completion of the next Annual General Meeting of Shareholders with 96.03% of the votes.

Yes:	215 354 418	96.03%
No:	8 479 638	3.78%
Abstention:	422 536	0.19%

## 6. Elections to the Human Resources Committee (HRC)

### 6.1 Re-elections

#### 6.1.1 Mr. Paul Adams

Mr. Paul Adams was re-elected as a member of the HRC for a one-year term of office until completion of the next Annual General Meeting of Shareholders with 93.47% of the votes.

Yes:	209 602 096	93.47%
No:	14 225 288	6.34%
Abstention:	430 008	0.19%

#### 6.1.2 Mr. Alexey V. Moskov

Mr. Alexey V. Moskov was re-elected as a member of the HRC for a one-year term of office until completion of the next Annual General Meeting of Shareholders with 88.74% of the votes.

Yes:	199 008 468	88.74%
No:	24 705 760	11.02%
Abstention:	543 164	0.24%

### 6.1.3 Mr. Gerhard Pegam

Mr. Gerhard Pegam was re-elected as member of the HRC for a one-year term of office until completion of the next Annual General Meeting of Shareholders with 83.93% of the votes.

Yes:	188 219 258	83.93%
No:	35 508 908	15.83%
Abstention:	529 226	0.24%

### 6.1.4 Mr. Zhenguo Yao

Mr. Zhenguo Yao was re-elected as a member of the HRC for a one-year term of office until completion of the next Annual General Meeting of Shareholders with 97.17% of the votes.

Yes:	217 904 417	97.17%
No:	5 832 965	2.60%
Abstention:	520 010	0.23%

### 6.2 Election of a new member

Ms. Inka Koljonen was elected as a member of the HRC for a one-year term of office until completion of the next Annual General Meeting of Shareholders with 95.87% of the votes.

Yes:	214 980 946	95.87%
No:	8 815 269	3.93%
Abstention:	440 937	0.20%

### 7. Re-election of the Auditors

Shareholders approved the re-election of PricewaterhouseCoopers AG, Zurich, as the auditor for a one-year term of office until completion of the next Annual General Meeting of Shareholders with 99.67% of the votes.

Yes:	223 495 959	99.67%
No:	460 262	0.21%
Abstention:	280 931	0.12%

### 8. Re-election of the Independent Proxy

Shareholders approved the re-election of Proxy Voting Services GmbH, Zurich, as the Independent Proxy for a one-year term of office until completion of the next Annual General Meeting of Shareholders with 99.58% of the votes.

Yes:	223 284 683	99.58%
No:	720 011	0.32%
Abstention:	232 458	0.10%

### 9. Advisory vote on the Remuneration Report 2022

Shareholders approved with 72.48% the Remuneration Report 2022 in an advisory vote.

Yes:	162 533 328	72.48%
No:	60 919 882	27.17%
Abstention:	783 942	0.35%

### 10. Approval of the maximum aggregate amount of total compensation of the Board of Directors

Shareholders approved the maximum aggregate amount of total compensation of the Board of Directors for their term of office from the AGM 2023 to the AGM 2024 of CHF 4.5 million with 95.14% of the votes.

Yes:	213 339 129	95.14%
No:	10 002 220	4.46%
Abstention:	888 278	0.40%

## 11. Approval of the maximum aggregate amount of fixed compensation of the Executive Committee

Shareholders approved the maximum aggregate amount of fixed compensation of the Executive Committee for the period starting on July 1, 2023 and ending on June 30, 2024 of CHF 4.0 million with 95.20% of the votes.

Yes:	213 451 851	95.20%
No:	9 355 707	4.17%
Abstention:	1 422 069	0.63%

## 12. Approval of the aggregate amount of variable compensation of the Executive Committee

Shareholders approved the aggregate amount of variable compensation of the Executive Committee for the past financial year, i.e. for the period starting on January 1, 2022 and ending on December 31, 2022 of CHF 5.3 million with 93.45% of the votes.

Yes:	209 528 605	93.45%
No:	13 206 967	5.89%
Abstention:	1 489 655	0.66%