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# Annual General Meeting 2017 of EFG International AG, 28 April 2017

# **VOTING RESULTS**

248'736'578 voting rights were represented out of a total of 287'356'661 shares issued which equate to 86.40% of the total share capital of EFG International AG.

1. Management report, financial statements and consolidated financial statements for 2016; reports of the auditors

Votes cast valid: 248'022'756

Yes: 161'835'647 65.25 % No: 86'187'109 34.75 %

2. Approval of the distribution of the preferred dividend by EFG Finance (Guernsey) Limited in favour of the holders of Class B Shares of EFG Finance (Guernsey) Limited

[714'122]

Votes cast valid: 248'015'548

Yes: 247'968'542 99.98 %
No: 47'006 0.02 %

Abstentions: [721'330]

- 3. Allocation of results and dividend by way of distribution out of reserves from capital contributions
- 3.1. Allocation of results

Abstentions:

Votes cast valid: 248'062'885

 Yes:
 248'057'320
 99.99 %

 No:
 5'565
 0.01 %

Abstention: [673'993]

3.2. Dividend by way of distribution out of reserves from capital contributions

Votes cast valid: 248'068'170

 Yes:
 248'055'383
 99.99 %

 No:
 8'787
 0.01 %

Abstention: [672'708]



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### 4. Discharge of the members of the Board of Directors and the Executive Committee

Votes cast valid: 119'208'767

Yes: 32'962'221 27.65 % No: 86'246'546 72.35 %

Abstention: [811'383]

In accordance with Swiss law, the largest shareholder holding 44.07% of the shares issued and representing 51.00% of the shares at the AGM did not participate in this vote, therefore the above 119'208'767 shares only represent 41.48% of the total shares issued.

### 5. Amendments to the Articles of Association

### 5.1. Increase of conditional share capital

Presence: 248'736'878

 Yes:
 235'324'070
 94.60 %

 No:
 12'744'763
 5.12 %

 Abstention:
 668'045
 0.28%

## 5.2. Amendments regarding the compensation of the members of the Board of Directors

Votes cast valid: 247'911'983

 Yes:
 226'571'827
 91.39 %

 No:
 21'340'156
 8.61 %

Abstentions: [824'895]

### 5.3. Further amendments to the Articles of Association

Votes cast valid: 247'989'919

Yes: 247'948'979 99.98 % No: 40'940 0.02 %

Abstentions: [746'959]

## 6. Approval of compensation

## 6.1. Approval of the maximum aggregate fixed compensation of the Board of Directors

Votes cast valid: 247'854'493

Yes: 246'740'125 99.55 % No: 1'114'368 0.45 %

Abstentions: [882'385]



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# 6.2 Approval of the maximum aggregate fixed compensation of the Executive Committee

Votes cast valid: 247'841'611

 Yes:
 225'461'613
 90.97 %

 No:
 22'379'998
 9.03 %

 Abstentions:
 [895'267]

6.3 Approval of the aggregate variable compensation of the Executive Committee

Votes cast valid: 247'853'698

Yes: 225'827'260 91.11 % No: 22'026'438 8.89 %

Abstentions: [883'180]

## 7. Re-elections of the members of the Board of Directors and the Chairman

## 7.1. Susanne Brandenberger

Votes cast valid: 248'042'002

Yes: 248'027'130 99.99 % No: 14'872 0.01 %

Abstentions: [694'876]

### 7.2 Niccolò H. Burki

Votes cast valid: 248'040'052

Yes: 247'997'582 99.98 % No: 42'470 0.02 %

Abstentions: [696'826]

#### 7.3 Emmanuel L. Bussetil

Votes cast valid: 248'056'316

Yes: 236'725'767 95.43 % No: 11'330'549 4.57 %

Abstentions: [680'562]

# 7.4 Michael N. Higgin

Votes cast valid: 248'048'316

Yes: 247'986'113 99.97 % No: 62'203 0.03 %

Abstentions: [688'562]



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Yes:

No:

Abstentions:

# 7.5. Roberto Isolani

Votes cast valid: Yes: No: Abstentions:	248'050'316 244'242'657 3'807'659 [686'562]	98.46 % 1.54 %
7.6. Steven M. Jacobs		
Votes cast valid: Yes: No: Abstentions:	248'048'566 244'912'015 3'136'551 [688'312]	98.73 % 1.27 %
7.7. Spiro J. Latsis		
Votes cast valid: Yes: No: Abstentions:	248'057'916 245'004'147 3'053'769 [678'962]	98.76 % 1.24 %
7.8. Bernd A. von Maltzan		
Votes cast valid: Yes: No: Abstentions:	248'049'416 247'996'021 53'395 [687'462]	99.97 % 0.03 %
7.9. Périclès Petalas		
Votes cast valid: Yes: No: Abstentions:	248'030'762 244'490'400 3'540'362 [706'116]	98.57 % 1.43 %
7.10. John A. Williamson		
Votes cast valid:	248'057'817	

95.33 %

4.67 %

236'497'176

11'560'641 [679'061]



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### 7.11. Daniel Zuberbühler

 Votes cast valid:
 248'053'517

 Yes:
 248'026'945
 99.98 %

 No:
 26'572
 0.02 %

Abstentions: [683'361]

## 7.12. Re-Election of the Chairman: John A. Williamson

 Votes cast valid:
 248'054'817

 Yes:
 236'811'420
 95.46 %

 No:
 11'243'397
 4.54 %

 Abstentions:
 [682'061]

## 8. Elections of the members of the Remuneration & Nomination Committee

### 8.1. Re-election of Niccolò H. Burki

 Votes cast valid:
 248'015'510

 Yes:
 247'266'766
 99.69 %

 No:
 748'744
 0.31 %

 Abstentions:
 [721'368]

### 8.2. Re-election of Emmanuel L. Bussetil

 Votes cast valid:
 248'025'410

 Yes:
 235'990'637
 95.14 %

 No:
 12'034'773
 4.86 %

 Abstentions:
 [711'468]

# 8.3. Re-election of Périclès Petalas

 Votes cast valid:
 248'025'320

 Yes:
 243'133'998
 98.02 %

 No:
 4'891'322
 1.98 %

 Abstentions:
 [711'558]

# 8.4. Re-election of John A. Williamson

 Votes cast valid:
 248'028'906

 Yes:
 235'527'972
 94.95 %

 No:
 12'500'934
 5.05 %

 Abstentions:
 [707'972]



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## 8.5. New-election of Steven M. Jacobs

Votes cast valid: 248'008'540

Yes: 243'722'250 98.27 % No: 4'286'290 1.73 %

Abstentions: [728'338]

### 8.6. New-election of Bernd-A. von Maltzan

Votes cast valid: 248'013'786

Yes: 247'239'781 99.68 % No: 774'005 0.32 %

Abstentions: [723'092]

# 9. Re-election of the independent shareholders representative: ADROIT Attorneys, Zurich

Votes cast valid: 248'051'796

Yes: 248'040'976 99.99 % No: 10'820 0.01 %

Abstentions: [685'082]

## 10. Re-election of the auditors: PricewaterhouseCoopers SA, Geneva

Votes cast valid: 247'941'972

Yes: 247'550'462 99.84 % No: 391'510 0.16 %

Abstentions: [794'906]