

Invitation to the Annual General Meeting of Shareholders

The 53rd Annual General Meeting of agta record ltd takes place on **14 May 2020 at 11 AM** at the domicile of agta record ltd in Fehraltorf, Switzerland.

Summary Agenda and Proposals of the Board of Directors

1. Annual Report 2019 including consolidated financial statements of the agta record Group, financial statements of agta record ltd, and reports of the statutory auditors

Proposal:

Approval of the annual report, the consolidated financial statements of the agta record Group and financial statements of agta record ltd;

2. Discharge of the Board of Directors and of the Management

Proposal:

Discharge of the Board of Directors and of the Management;

3. Appropriation of the available earnings for 2019

Proposal:

Distribution of a dividend of CHF 0.65 per share out of retained earnings;

4. Elections to the Board of Directors (individually)

Proposal:

Re-election of Hubert Jouffroy as Chairman of the Board, Michèle Rota, Dr. Peter Altorfer, David Dean, Bertrand Ghez, Richard Gruenhagen;

5. Elections to the Board of Directors (individually), conditional upon the closing of the sale of the indirect majority of agta record to ASSA ABLOY Holding AB

Proposal:

Election of Erik Pieder, as Chairman of the Board, Christopher Norbye, Marina Lindholm, and Markus Kast;

6. Elections to the Compensation Committee (individually)

Proposal:

Re-election of Michèle Rota, David Dean, Hubert Jouffroy;

7. Elections to the Remuneration Committee (individually), conditional upon the closing of the sale of the indirect majority of agta record to ASSA ABLOY Holding AB

Proposal:

Election of Christopher Norbye and Marina Lindholm;

8. Election of the independent representative

Proposal:

Re-election of lic. iur. Roman Bruhin, Swisslegal, Zurich;

9. Election of the auditors (consolidated financial statements of the agta record Group and financial statements of agta record ltd)

Proposal:

Election of Ernst & Young AG;

10. Compensation of the Board of Directors

Proposal:

Approval for the period from the Annual General Meeting 2020 to the Annual General Meeting 2021 of a total maximum fixed compensation of CHF 750,000 for the Members of the Board including the Chairman;

11. Fixed Compensation of the Group Executive Management

Proposal:

Approval of a total maximum fixed compensation of CHF 2,100,000 for the members of the Group Executive Management including the CEO from 1 January 2021;

12. Variable Compensation of the Group Executive Management

Proposal:

Approval of a total maximum variable compensation of CHF 1,670,000 related to the performance in 2019 for the members of the Group Executive Management including the CEO;

ADMISSION AND VOTING

Following a ban on events in Switzerland and in line with Covid-19 related legal provisions, the AGM will be held without the presence of shareholders. Shareholders can exercise their voting rights by providing instructions to the independent representative in writing.

Shareholders may request proxies and voting instructions forms upon submitting sufficient proof of ownership and before 8 May 2020 from the independent representative lic. iur. Roman Bruhin, Attorney, Zolliker-/Alfred Ulrich Str. 2, Postfach 575, 8702 Zollikon, bruhin@swisslegal.ch.

The 2019 Annual Report, the minutes of the 52nd General Meeting and the reports of the auditors on the consolidated financial statements and the annual financial statements are available at www.record.group.

Fehraltorf, 8 April 2020

agta record ltd
Hubert Jouffroy
Chairman of the Board

record.group