ethos

Q3 | 2022

General meetings of SPI companies

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Contact

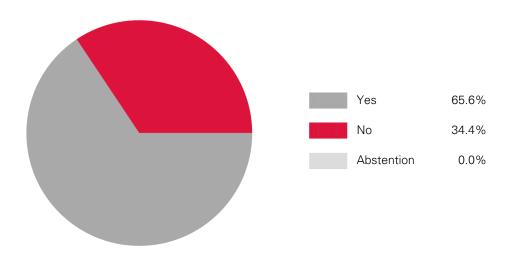
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1 Overview of the proxy analyses

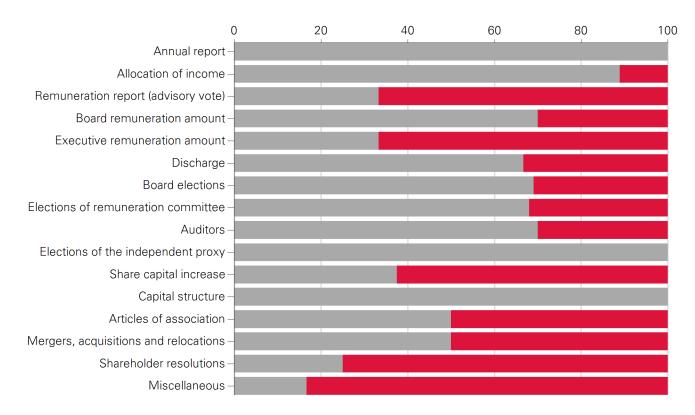
| | Number of | Number of Proposals | | | | | |
|--------------------------------|-----------|---------------------|-----|----|------------|--|--|
| Type of General Meeting | meetings | Total | Yes | No | Abstention | | |
| Annual general meetings | 9 | 179 | 123 | 56 | 0 | | |
| Extraordinary general meetings | 5 | 16 | 5 | 11 | 0 | | |
| Total | 14 | 195 | 128 | 67 | 0 | | |

1.1 Ethos voting positions



ethos

1.2 Ethos voting positions per category of proposal



| | Proposals approved | | Proposite refused | | Abstain | | Number of proposals |
|---------------------------------------|--------------------|--------|-------------------|-------|---------|------|---------------------|
| Annual report | 10 | 100.0% | 0 | 0.0% | 0 | 0.0% | 10 |
| Allocation of income | 8 | 88.9% | 1 | 11.1% | 0 | 0.0% | 9 |
| Remuneration report (advisory vote) | 1 | 33.3% | 2 | 66.7% | 0 | 0.0% | 3 |
| Board remuneration amount | 7 | 70.0% | 3 | 30.0% | 0 | 0.0% | 10 |
| Executive remuneration amount | 4 | 33.3% | 8 | 66.7% | 0 | 0.0% | 12 |
| Discharge | 6 | 66.7% | 3 | 33.3% | 0 | 0.0% | 9 |
| Board elections | 49 | 69.0% | 22 | 31.0% | 0 | 0.0% | 71 |
| Elections of remuneration committee | 17 | 68.0% | 8 | 32.0% | 0 | 0.0% | 25 |
| Auditors | 7 | 70.0% | 3 | 30.0% | 0 | 0.0% | 10 |
| Elections of the independent proxy | 9 | 100.0% | 0 | 0.0% | 0 | 0.0% | 9 |
| Share capital increase | 3 | 37.5% | 5 | 62.5% | 0 | 0.0% | 8 |
| Capital structure | 1 | 100.0% | 0 | 0.0% | 0 | 0.0% | 1 |
| Articles of association | 3 | 50.0% | 3 | 50.0% | 0 | 0.0% | 6 |
| Mergers, acquisitions and relocations | 1 | 50.0% | 1 | 50.0% | 0 | 0.0% | 2 |
| Shareholder resolutions | 1 | 25.0% | 3 | 75.0% | 0 | 0.0% | 4 |
| Miscellaneous | 1 | 16.7% | 5 | 83.3% | 0 | 0.0% | 6 |



2 Overview of the voting recommendations

Type of General Meeting (Type)

AGM Annual general meetings

EGM Extraordinary general meetings

Votings

✓ For

Partly for

× Oppose

◄× Abstain

| Company | Date | Туре | Annual report | Allocation of income | Remuneration report (advisory vote) | Board remuneration amount | Executive remuneration amount | Discharge | Board elections | Elections of remuneration committee | Auditors | Elections of the independent proxy | Share capital increase | Capital structure | Articles of association | Mergers, acquisitions and relocations | Shareholder resolutions | Miscellaneous |
|---------------------------|------------|------|---------------|----------------------|-------------------------------------|---------------------------|-------------------------------|-----------|-----------------|-------------------------------------|----------|------------------------------------|------------------------|-------------------|-------------------------|---------------------------------------|-------------------------|---------------|
| ABB | 07.09.2022 | EGM | | | | | | | | | | | | | | ~ | | |
| Burckhardt Compression | 01.07.2022 | AGM | • | • | • | • | • | • | ~ | • | × | • | ~ | | | | | |
| Carlo Gavazzi | 26.07.2022 | AGM | ~ | ~ | | × | × | ~ | • | • | × | • | | | | | | |
| Dottikon ES Holding | 01.07.2022 | AGM | ~ | ~ | | ~ | ~ | × | • | • | ~ | ~ | | | | | | |
| Dufry | 31.08.2022 | EGM | | | | × | | | • | × | | | × | | × | | | × |
| Ems-Chemie | 13.08.2022 | AGM | ~ | ~ | | • | • | ~ | • | | ~ | • | | | | | | |
| Klingelnberg | 23.08.2022 | AGM | ~ | • | | ~ | × | ~ | • | • | • | ~ | | | | | | |
| Leclanché | 30.09.2022 | AGM | ~ | ~ | × | × | × | × | × | × | ~ | ~ | × | • | • | × | | |
| Logitech | 14.09.2022 | AGM | ~ | • | × | ~ | × | ~ | • | • | • | ~ | ~ | | • | | | × |
| MCH Group AG | 28.09.2022 | EGM | | | | | | | | | | | ~ | | | | | |
| Perrot Duval | 29.09.2022 | AGM | ~ | × | | • | × | × | • | ~ | ~ | ~ | | | | | | |
| Richemont | 07.09.2022 | AGM | ~ | • | | • | × | V | • | • | × | • | | | | | • | |
| SHL Telemedicine | 11.08.2022 | EGM | | | | | | | | | | | | | × | | | • |
| Talenthouse | 08.07.2022 | EGM | | | | | | | | | ~ | | | | | | | |



3 Voting results

3.1 Average approval rate by GM topic

| Type of Proposal | Number of Proposals | Available results | Average approval rate |
|---------------------------------------|------------------------|-------------------|-----------------------|
| Annual report | 10 | 8 | 99.6% |
| Allocation of income | 9 | 7 | 99.6% |
| Remuneration report (advisory vote) | 3 | 3 | 92.3% |
| Board remuneration amount | 10 | 8 | 98.3% |
| Executive remuneration amount | 12 | 9 | 90.2% |
| Discharge | 9 | 7 | 98.3% |
| Board elections | 71 | 60 | 96.8% |
| Elections of remuneration committee | 25 | 19 | 96.5% |
| Auditors | 10 | 8 | 95.0% |
| Elections of the independent proxy | 9 | 7 | 99.5% |
| Share capital increase | 8 | 8 | 96.2% |
| Capital structure | 1 | 1 | 97.6% |
| Articles of association | 6 | 5 | 96.7% |
| Mergers, acquisitions and relocations | 2 | 2 | 98.5% |
| Shareholder resolutions | 4 | 4 | 13.5% |
| Miscellaneous | 6 | 2 | 89.8% |
| All topics | 195 | 158 | 94.5% |

3.2 Withdrawn board resolutions

| Company | GM date | Item | Item title | Ethos | Result |
|-----------|------------|------|--------------------------------|--------|--------|
| Leclanché | 30 09 2022 | 411 | Re-elect Mr. Rénédict Fontanet | OPPOSE | |



3.3 Most contested board resolutions

| Company | GM date | Item | Item title | Ethos | Result |
|--------------|------------|------|---|--------|--------|
| Richemont | 07.09.2022 | 9.3 | Binding retrospective vote on the total variable remuneration of the executive management | OPPOSE | 74.5% |
| Richemont | 07.09.2022 | 7 | Re-elect PricewaterhouseCoopers as auditors | OPPOSE | 81.3% |
| Logitech | 14.09.2022 | 7 | Amendment and restatement of the 2006 Stock Incentive Plan | OPPOSE | 81.7% |
| Perrot Duval | 29.09.2022 | 6.2 | Binding prospective vote on the total remuneration of the executive management | OPPOSE | 82.3% |
| Logitech | 14.09.2022 | 2 | Advisory vote on executive remuneration | OPPOSE | 82.8% |
| Richemont | 07.09.2022 | 5.2 | Re-elect Mr. Josua Malherbe | OPPOSE | 83.1% |
| Logitech | 14.09.2022 | 13 | Binding prospective vote on the total remuneration of the executive management | OPPOSE | 83.4% |
| Richemont | 07.09.2022 | 4.2 | Counter-proposal of the board: elect Ms. Wendy Luhabe as representative of the "A" shareholders | FOR | 84.0% |
| Richemont | 07.09.2022 | 5.5 | Re-elect Mr. Jean-Blaise Eckert | OPPOSE | 85.4% |
| Richemont | 07.09.2022 | 6.3 | Re-elect Mr. Guillaume Pictet to the remuneration committee | FOR | 85.9% |

3.4 Shareholder resolutions

| Company | GM date | Item | Item title | Ethos | Result |
|-----------|------------|------|---|--------|--------|
| Richemont | 07.09.2022 | 10 | Shareholder resolution: minimum size of the board and right to representation | FOR | 17.6% |
| Richemont | 07.09.2022 | 11 | Shareholder resolution: representation of the classes of shares | OPPOSE | 16.6% |
| Richemont | 07.09.2022 | 5.17 | Shareholder resolution: elect Mr. Francesco Trapani as board member | OPPOSE | 10.4% |
| Richemont | 07.09.2022 | 4.1 | Shareholder resolution: elect Mr. Francesco Trapani as representative of the "A" shareholders | OPPOSE | 9.5% |



4 Detailed voting recommendations

ABB 07.09.2022 EGM

| Item | Agenda | Board | Ethos | Resu | lt |
|------|---|-------|-------|------------|-------|
| 1 | Special distribution by way of a dividend in kind to effect the spinoff of Accelleron | FOR | FOR | ~ 9 | 99.7% |



Burckhardt Compression

01.07.2022 AGM

| Item | Agenda | Board | Ethos | | Res | sult |
|-------|---|-------|--------------------------|--|----------|--------|
| 1 | Approve annual report, financial statements and accounts | FOR | FOR | | * | 99.7% |
| 2 | Approve allocation of income and dividend | FOR | FOR | | * | 100.0% |
| 3 | Discharge board members and executive management | FOR | FOR | | * | 99.5% |
| 4 | Approve renewal of authorised capital | FOR | FOR | | * | 99.8% |
| 5.1 | Elections to the board of directors | | | | | |
| 5.1.1 | Re-elect Mr. Ton Büchner | FOR | FOR | | ~ | 87.5% |
| 5.1.2 | Re-elect Mr. Urs Leinhäuser | FOR | FOR | | ~ | 98.4% |
| 5.1.3 | Re-elect Dr. Monika Krüsi Schädle | FOR | FOR | | ~ | 99.7% |
| 5.1.4 | Re-elect Dr. Stephan Bross | FOR | FOR | | ~ | 99.2% |
| 5.1.5 | Re-elect Mr. David Dean | FOR | FOR | | ~ | 99.9% |
| 5.1.6 | Elect Ms. Mariateresa Vacalli | FOR | FOR | | ~ | 99.8% |
| 5.2 | Re-elect Mr. Ton Büchner as board chairman | FOR | FOR | | * | 87.7% |
| 5.3 | Elections to the nomination and remuneration committee | | | | | |
| 5.3.1 | Re-elect Dr. Stephan Bross to the nomination and remuneration committee | FOR | FOR | | * | 99.4% |
| 5.3.2 | Re-elect Dr. Monika Krüsi Schädle to the nomination and remuneration committee | FOR | FOR | | * | 98.6% |
| 5.4 | Re-elect PricewaterhouseCoopers as auditors | FOR | OPPOSE | The audit firm has been in office for 20 years, which exceeds Ethos' guidelines. | • | 88.4% |
| 5.5 | Re-elect Anwaltskanzlei Keller as independent proxy | FOR | FOR | | * | 99.1% |
| 6.1 | Binding retrospective vote on the total variable remuneration of the executive management | FOR | FOR | | • | 98.7% |
| 6.2 | Advisory vote on the remuneration report | FOR | FOR | | * | 98.6% |
| 6.3 | Binding prospective vote on the total remuneration of the board of directors | FOR | FOR | | * | 98.3% |
| 6.4 | Binding prospective vote on the fixed remuneration of the executive management | FOR | FOR | | • | 93.0% |



Carlo Gavazzi 26.07.2022 AGM

| ltem | Agenda | Board | Et | hos | | Result |
|-------|--|-------|----|--------|--|----------|
| 1 | Approve annual report, financial statements and accounts | FOR | | FOR | | ~ |
| 2 | Approve allocation of income and dividend | FOR | | FOR | | * |
| 3 | Discharge board members | FOR | | FOR | | • |
| 4.1 | Elections to the board of directors | | | | | |
| 4.1.1 | Re-elect Mr. Daniel Hirschi | FOR | | FOR | | ~ |
| 4.1.2 | Re-elect Mr. Federico Foglia | FOR | • | OPPOSE | He is not independent (board tenure of 18 years) and the board independence is insufficient (20.0%). | ~ |
| 4.1.3 | Re-elect Mr. Stefano Premoli Trovati | FOR | | FOR | | ~ |
| 4.1.4 | Elect Mr. Vittorio Rossi | FOR | • | OPPOSE | He is not independent (former executive) and the board independence is insufficient (20.0%). | ✓ |
| 4.2 | Elect Mr. Daniel Hirschi as board chairman | FOR | | FOR | | ✓ |
| 4.3.1 | Special meeting of the bearer shareholders: elect Ms. Yolanta de Cacqueray as representative of the bearer shareholders | FOR | | FOR | | * |
| 4.3.2 | Elect Ms. Yolanta de Cacqueray as representative of the bearer shareholders to the board of directors | FOR | | FOR | | * |
| 4.4 | Elections to the remuneration committee | | | | | |
| 4.4.1 | Re-elect Mr. Stefano Premoli Trovati to the remuneration committee | FOR | | FOR | | ✓ |
| 4.4.2 | Re-elect Mr. Federico Foglia to the remuneration committee | FOR | • | OPPOSE | As Ethos did not support the election of Mr. Foglia to the board of directors, Ethos cannot approve Mr. Foglia to the committee. | ✓ |
| 4.4.3 | Elect Ms. Yolanta de Cacqueray to the remuneration committee | FOR | | FOR | | * |
| 5 | Binding votes on the remuneration of the board of directors and the executive management | | | | | |
| 5.1 | Binding retrospective vote on the total remuneration of the board of directors | FOR | • | OPPOSE | The remuneration is significantly higher than that of a peer group. The non-executive directors receive | ✓ |
| 5.2 | Binding prospective vote on the fixed remuneration of the executive management | FOR | • | OPPOSE | consultancy fees in a regular manner. The information provided is insufficient. | ✓ |
| 5.3 | Binding retrospective vote on the short-term variable remuneration of the executive management | FOR | • | OPPOSE | The total amount allows for the payment of significantly higher remuneration than that of a peer group. | ~ |



Carlo Gavazzi 26.07.2022 AGM

| Item | Agenda | Board | Ethos | | Result |
|------|---|-------|----------|--|----------|
| 6 | Re-elect memo.law AG as independent proxy | FOR | FOR | | ~ |
| 7 | Re-elect PricewaterhouseCoopers as auditors | FOR | • OPPOSE | The audit firm has been in office for 43 years, which exceeds Ethos' guidelines. | ✓ |



Dottikon ES Holding 01.07.2022 AGM

| Item | Agenda | Board | Ethos | | Result |
|------|--|----------------|----------------|--|----------|
| 1 | Approve annual report, financial statements and accounts | FOR | FOR | | ~ |
| 2 | Present the remuneration report | NON- VOTING | NON- VOTING | | |
| 3 | Discharge board members and executive management | FOR | • OPPOSE | Serious shortcomings in corporate governance constitute a significant risk for the company and its shareholders. The size of the board of directors has persistently remained below 4 | • |
| 4 | Approve allocation of balance sheet result | FOR | FOR | members. | ✓ |
| 5 | Elections to the board of directors | | | | |
| 5.1 | Re-elect Dr. sc. nat. Markus Blocher as board member and chairman | FOR | • OPPOSE | He is also CEO and the combination of functions is permanent. The board has not established a | ✓ |
| | | | | nomination committee and the composition of the board is unsatisfactory. | |
| 5.2 | Re-elect Dr. phil. Alfred Scheidegger | FOR | FOR | | ~ |
| 5.3 | Re-elect Dr. phil. nat. Bernhard Urwyler | FOR | FOR | | ~ |
| 6 | Elections to the remuneration committee | | | | |
| 6.1 | Re-elect Dr. sc. nat. Markus Blocher to the remuneration committee | FOR | • OPPOSE | As Ethos did not support the election of Dr. sc. nat. Blocher to the board of directors, Ethos cannot approve Dr. sc. nat. Blocher to the committee. | ✓ |
| 6.2 | Re-elect Dr. phil. Alfred Scheidegger to the remuneration committee | FOR | FOR | | * |
| 6.3 | Re-elect Dr. phil. nat. Bernhard Urwyler to the remuneration committee | FOR | FOR | | ✓ |
| 7 | Binding prospective vote on the total remuneration of the board of directors | FOR | FOR | | * |
| 8 | Binding prospective vote on the total remuneration of the executive management | FOR | FOR | | ✓ |
| 9 | Re-elect KPMG as auditors | FOR | FOR | | ✓ |
| 10 | Re-elect Dr. iur. Michael Wicki as independent proxy | FOR | FOR | | ✓ |



Dufry 31.08.2022 EGM

| Item | Agenda | Board | Ethos | | Res | sult |
|------|---|-------|----------|--|----------|-------|
| 1 | Elect Mr. Xavier Rossinyol as chairman of the EGM | FOR | • OPPOSE | Ethos considers this is not best practice. | * | 97.8% |
| 2 | Create conditional capital for the conversion of convertible bonds | FOR | • OPPOSE | The purpose of the proposed increase is incompatible with the long-term interests of the majority of the company's stakeholders. | * | 97.4% |
| 3 | Create authorised capital | FOR | • OPPOSE | The purpose of the proposed increase is incompatible with the long-term interests of the majority of the company's stakeholders. | * | 97.3% |
| 4 | Changes in articles of association (bundled items) | FOR | • OPPOSE | The amendments have a negative impact on the rights or interests of the shareholders. | * | 97.1% |
| 5 | Elections to the board of directors | | | | | |
| 5.1 | Elect Mr. Alessandro Benetton | FOR | FOR | | ~ | 99.4% |
| 5.2 | Elect Mr. Enrico Laghi | FOR | • OPPOSE | His activities and attitude are not irreproachable. | * | 97.4% |
| 6 | Elect Mr. Enrico Laghi to the remuneration committee | FOR | • OPPOSE | As Ethos did not support the election of Mr. Laghi to the board of directors, Ethos cannot approve Mr. Laghi to the committee. | * | 97.3% |
| 7 | Binding prospective vote on an additional amount for the board of directors | FOR | • OPPOSE | The remuneration is significantly higher than that of a peer group. | * | 94.2% |



Ems-Chemie 13.08.2022 AGM

| Item | Agenda | Board | Eth | nos | | Re | sult |
|-------|--|----------------|-----|----------------|---|----------|--------|
| 1 | Welcome and presentation of the business evolution | NON- VOTING | | NON- VOTING | | | |
| 2 | Organisation of the general meeting | NON- VOTING | | NON- VOTING | | | |
| 3.1 | Approve annual report, financial statements and accounts | FOR | | FOR | | * | 99.9% |
| 3.2 | Binding votes on the remuneration of the board of directors and the executive management | | | | | | |
| 3.2.1 | Binding prospective vote on the total remuneration of the board of directors | FOR | | FOR | | * | 99.7% |
| 3.2.2 | Binding prospective vote on the total remuneration of the executive management | FOR | | FOR | | • | 90.7% |
| 4 | Approve allocation of income and dividend | FOR | | FOR | | * | 100.0% |
| 5 | Discharge board members and executive management | FOR | | FOR | | • | 99.7% |
| 6.1 | Elections to the board of directors and to the remuneration committee | | | | | | |
| 6.1.1 | Re-elect Mr. Bernhard Merki as chairman of the board and member of the remuneration committee | FOR | | FOR | | • | 95.3% |
| 6.1.2 | Re-elect Ms. Magdalena Martullo- Blocher as board member | FOR | • | OPPOSE | She is also a permanent member of the executive management (CEO). | * | 98.9% |
| 6.1.3 | Re-elect Dr. Joachim Streu as board member and member of the remuneration committee | FOR | | FOR | | • | 96.5% |
| 6.1.4 | Re-elect Mr. Christoph Mäder as board member and member of the remuneration committee | FOR | | FOR | | * | 96.3% |
| 6.2 | Elect BDO SA as auditors | FOR | | FOR | | ~ | 94.5% |
| 6.3 | Re-elect Dr. Robert K. Däppen as independent proxy | FOR | | FOR | | * | 100.0% |



Klingelnberg 23.08.2022 AGM

| Item | Agenda | Board | Ethos | | Res | sult |
|-------|--|-------|----------|---|----------|--------|
| 1 | Approve annual report, financial statements and accounts | FOR | FOR | | ~ | 100.0% |
| 2 | Approve allocation of balance sheet result | FOR | FOR | | ~ | 99.9% |
| 3 | Discharge board members and executive management | FOR | FOR | | • | 99.7% |
| | Binding votes on the remuneration of the board of directors and the executive management | | | | | |
| 4 | Binding prospective vote on the total remuneration of the board of directors | FOR | FOR | | ~ | 99.5% |
| 5 | Binding prospective vote on the total remuneration of the executive management | FOR | • OPPOSE | The information provided is insufficient. | ~ | 96.4% |
| 6 | Elections to the board of directors | | | | | |
| 6.1.1 | Re-elect Dr. Jörg Wolle | FOR | FOR | | • | 97.8% |
| 6.1.2 | Re-elect Mr. Roger Baillod | FOR | FOR | | ~ | 100.0% |
| 6.1.3 | Re-elect Prof. Dr. Michael Hilb | FOR | FOR | | ~ | 99.9% |
| 6.1.4 | Re-elect Dr. Hans-Martin Schneeberger | FOR | FOR | | ~ | 99.9% |
| 6.2.1 | Elect Ms. Kalina Alexieva Scott | FOR | FOR | | ~ | 99.9% |
| 6.2.2 | Elect Mr. Philipp Buhofer | FOR | FOR | | • | 98.2% |
| 7 | Re-elect Dr. Jörg Wolle as board chairman | FOR | FOR | | ~ | 96.2% |
| 8 | Elections to the nomination and remuneration committee | | | | | |
| 8.1.1 | Re-elect Dr. Jörg Wolle to the nomination and remuneration committee | FOR | FOR | | ✓ | 97.0% |
| 8.1.2 | Re-elect Dr. Hans-Martin Schneeberger to the nomination and remuneration committee | FOR | FOR | | * | 99.1% |
| 8.2.1 | Elect Mr. Philipp Buhofer to the nomination and remuneration committee | FOR | FOR | | * | 98.1% |
| 9 | Re-elect PricewaterhouseCoopers as auditors | FOR | FOR | | ✓ | 99.8% |
| 10 | Re-elect Mr. Ernst A. Widmer as independent proxy | FOR | FOR | | ~ | 100.0% |



Leclanché 30.09.2022 AGM

| Item | Agenda | Board | Ethos | | Res | sult |
|-------|--|----------------|----------|--|----------|-------|
| 1.1 | Approve annual report, financial statements and accounts | FOR | FOR | | • | 97.6% |
| 1.2 | Advisory vote on the remuneration report | FOR | • OPPOSE | The transparency of the remuneration report is insufficient. | * | 95.7% |
| | | | | The pay-for-performance connection is not demonstrated. | | |
| | | | | The remuneration report is not in line with Ethos' guidelines. | | |
| 2 | Discharge board members | FOR | • OPPOSE | The company is in a situation of over indebtedness and there is a material uncertainty on the ability of the company to continue as a going concern. | * | 97.3% |
| 3 | Approve allocation of balance sheet result | FOR | FOR | | * | 97.6% |
| 4 | Elections to the board of directors | | | | | |
| 4.1.1 | Re-elect Mr. Bénédict Fontanet | WITH- DRAWN | • OPPOSE | At the 2022 AGM, Mr. Fontanet said that he was not up for re-election for personal reasons and this ITEM was therefore withdrawn. Ethos initially recommended to OPPOSE for the following reasons: | _ | |
| | | | | Insufficient information is provided concerning the nominee. | | |
| | | | | He is not independent (representative of an important shareholder) and the board independence is insufficient (0.0%). | | |
| | | | | He is a representative of a significant shareholder who is sufficiently represented on the board. | | |
| 4.1.2 | Re-elect Mr. Christophe Manset | FOR | • OPPOSE | Insufficient information is provided concerning the nominee. | * | 97.3% |
| | | | | He is not independent (representative of an important shareholder) and the board independence is insufficient (0.0%). | | |
| | | | | He is a representative of a significant shareholder who is sufficiently represented on the board. | | |



Leclanché 30.09.2022 AGM

| Item | Agenda | Board | Ethos | | Res | sult |
|-------|---|-------|--------------------------|--|----------|-------|
| 4.2.1 | Elect Mr. Alexander Rhea | FOR | • OPPOSE | Insufficient information is provided concerning the nominee. | • | 97.3% |
| | | | | He is not independent (representative of an important shareholder) and the board independence is insufficient (0.0%). | | |
| | | | | He is a representative of a significant shareholder who is sufficiently represented on the board. | | |
| 4.2.2 | Elect Mr. Shanu Sherwani | FOR | OPPOSE | Insufficient information is provided concerning the nominee. | * | 96.3% |
| | | | | He is not independent (representative of an important shareholder) and the board independence is insufficient (0.0%). | | |
| | | | | He is a representative of a significant shareholder who is sufficiently represented on the board. | | |
| 4.2.3 | Elect Mr. Bernard Pons | FOR | • OPPOSE | Insufficient information is provided concerning the nominee. | * | 97.3% |
| | | | | He is not independent (representative of an important shareholder) and the board independence is insufficient (0.0%). | | |
| | | | | He is a representative of a significant shareholder who is sufficiently represented on the board. | | |
| 4.2.4 | Elect Mr. Marc Lepièce | FOR | OPPOSE | Insufficient information is provided concerning the nominee. | * | 97.0% |
| | | | | He is not independent (representative of an important shareholder) and the board independence is insufficient (0.0%). | | |
| | | | | He is a representative of a significant shareholder who is sufficiently represented on the board. | | |
| 4.3 | Elect Mr. Alexander Rhea as board chairman | FOR | • OPPOSE | As Ethos did not support the election of Mr. Rhea to the board of directors, Ethos cannot approve Mr. Rhea as chairman. | * | 97.3% |
| 4.4 | Elections to the nomination and remuneration committee | | | | | |
| 4.4.1 | Elect Mr. Shanu Sherwani to the nomination and remuneration committee | FOR | • OPPOSE | As Ethos did not support the election of Mr. Sherwani to the board of directors, Ethos cannot approve Mr. Sherwani to the committee. | ~ | 96.3% |



Leclanché 30.09.2022 AGM

| Item | Agenda | Board | Ethos | | Res | sult |
|--------|--|-------|--------------------------|--|----------|-------|
| 4.4.2 | Elect Mr. Christophe Manset to the nomination and remuneration committee | FOR | • OPPOSE | As Ethos did not support the election of Mr. Manset to the board of directors, Ethos cannot approve Mr. Manset to the committee. | * | 97.0% |
| 4.4.3 | Elect Mr. Marc Lepièce to the nomination and remuneration committee | FOR | OPPOSE | As Ethos did not support the election of Mr. Lepièce to the board of directors, Ethos cannot approve Mr. Lepièce to the committee. | * | 97.0% |
| 5 | Elect Mazars as auditors | FOR | FOR | | ~ | 96.7% |
| 6 | Re-elect Mr. Manuel Isler as independent proxy | FOR | FOR | | • | 97.7% |
| 7 | Approve increase of authorised capital | FOR | OPPOSE | The requested authority to issue shares, without tradable pre-emptive rights, for general financing purposes, exceeds 15% of the issued capital. | * | 95.8% |
| 8 | Approve increase of conditional capital for the conversion of bonds | FOR | OPPOSE | The requested authority to issue shares, without tradable pre-emptive rights, for general financing purposes, exceeds 15% of the issued capital. | * | 96.0% |
| 9 | Amend articles of association: Election of the board chairman | FOR | FOR | | * | 97.6% |
| 10.1.1 | Approval of the Carve-Out | FOR | OPPOSE | The spin-off is not consistent with the long-term interests of the majority of the company's stakeholders. | * | 97.4% |
| | | | | The information available regarding the transaction is not sufficient to make an informed decision. | | |
| 10.1.2 | Amend articles of association: Corporate purpose | FOR | • OPPOSE | The amendment has a negative impact on the interests of some of the shareholders. | * | 97.4% |
| 10.2 | Ordinary capital increase by debt conversion | FOR | OPPOSE | The amount requested is too high in light of the stated purpose. | * | 97.4% |
| 11 | Offset accumulated losses with capital contributions reserves | FOR | FOR | | • | 97.6% |
| 12.1 | Binding prospective vote on the total remuneration of the board of directors | FOR | • OPPOSE | The information provided is insufficient. | • | 98.3% |
| 12.2 | Binding prospective vote on the total remuneration of the executive management | FOR | • OPPOSE | The information provided is insufficient. The total amount allows for the payment of significantly higher remuneration than that of a peer group. | * | 95.6% |



Logitech 14.09.2022 AGM

| Item | Agenda | Board | Ethos | | Res | sult |
|------|--|-------|--------------------------|--|----------|-------|
| 1 | Approve annual report, financial statements and accounts | FOR | FOR | | • | 99.9% |
| 2 | Advisory vote on executive remuneration | FOR | OPPOSE | The remuneration report is not in line with Ethos' guidelines. | • | 82.8% |
| 3 | Approve allocation of income and dividend | FOR | FOR | | • | 99.8% |
| 4 | Approve renewal of authorised capital | FOR | FOR | | * | 94.7% |
| 5 | Amend articles of association: virtual general meeting | FOR | FOR | | * | 91.8% |
| 6 | Amend articles of association: seat of the company | FOR | FOR | | • | 99.6% |
| 7 | Amendment and restatement of the 2006 Stock Incentive Plan | FOR | OPPOSE | The structure of the remuneration is not in line with Ethos' guidelines. | * | 81.7% |
| 8 | Discharge board members and executive management | FOR | FOR | | * | 99.8% |
| 9 | Elections to the board of directors | | | | | |
| 9.A | Re-elect Prof. Dr. Patrick Aebischer | FOR | FOR | | * | 97.0% |
| 9.B | Re-elect Ms. Wendy Becker | FOR | FOR | | • | 98.5% |
| 9.C | Re-elect Dr. Edouard Bugnion | FOR | FOR | | ~ | 99.6% |
| 9.D | Re-elect Mr. Bracken Darrell | FOR | • OPPOSE | He is also a permanent member of the executive management (CEO). | • | 89.0% |
| 9.E | Re-elect Mr. Guy Gecht | FOR | FOR | | ~ | 94.6% |
| 9.F | Re-elect Ms. Marjorie Lao | FOR | FOR | | ~ | 97.0% |
| 9.G | Re-elect Ms. Neela Montgomery | FOR | FOR | | * | 99.6% |
| 9.H | Re-elect Mr. Michael B. Polk | FOR | FOR | | ~ | 97.9% |
| 9.1 | Re-elect Ms. Deborah Thomas | FOR | FOR | | ~ | 99.7% |
| 9.J | Elect Mr. Christopher Jones | FOR | FOR | | ~ | 99.6% |
| 9.K | Elect Mr. Frankie Ng | FOR | FOR | | ~ | 99.3% |
| 9.L | Elect Mr. Sascha Zahnd | FOR | FOR | | ~ | 99.5% |
| 10 | Re-elect Ms. Wendy Becker as board chairman | FOR | FOR | | * | 96.0% |
| 11 | Elections to the remuneration committee | | | | | |
| 11.A | Re-elect Dr. Edouard Bugnion to the remuneration committee | FOR | FOR | | ~ | 95.4% |
| 11.B | Re-elect Ms. Neela Montgomery to the remuneration committee | FOR | FOR | | ~ | 95.3% |
| 11.C | Re-elect Mr. Michael B. Polk to the remuneration committee | FOR | FOR | | • | 94.0% |
| 11.D | Elect Mr. Frankie Ng to the remuneration committee | FOR | FOR | | • | 99.0% |
| 12 | Binding prospective vote on the total remuneration of the board of directors | FOR | FOR | | * | 98.1% |



Logitech 14.09.2022 AGM

| Item | Agenda | Board | Ethos | | | sult |
|------|--|-------|----------|---|---|-------|
| 13 | Binding prospective vote on the total remuneration of the executive management | FOR | • OPPOSE | The remuneration structure is not in line with Ethos' guidelines. | * | 83.4% |
| 14 | Re-elect KPMG as auditors | FOR | FOR | | ~ | 99.0% |
| 15 | Re-elect Etude Regina Wenger & Sarah Keiser-Wüger as independent proxy | FOR | FOR | | * | 99.9% |



MCH Group AG 28.09.2022 EGM

| Item | Agenda | Board | Ethos | Res | ult |
|------|---------------------------------|-------|-------|-----|-------|
| 1 | Ordinary share capital increase | FOR | FOR | ✓ | 91.5% |



Perrot Duval 29.09.2022 AGM

| Item | Agenda | Board | Ethos | | Result |
|-------|--|-------|----------|--|-----------------|
| 1 | Approve annual report | FOR | FOR | | ✓ 100.0% |
| 2 | Approve statutory and consolidated financial statements and accounts | FOR | FOR | | ✓ 100.0% |
| 3 | Approve allocation of balance sheet result and dividend | FOR | • OPPOSE | The proposed allocation of income seems inappropriate, given the financial situation of the company. | ✓ 100.0% |
| 4 | Discharge board members | FOR | • OPPOSE | Serious shortcomings in corporate governance constitute a significant risk for the company and its shareholders. | → 99.9% |
| | | | | The size of the board of directors has persistently remained below 4 members. | |
| 5 | Elections to the board of directors | | | | |
| 5.1.a | Re-elect Mr. Nicolas Eichenberger | FOR | • OPPOSE | The board has not established a nomination committee, the composition of the board is unsatisfactory and the board has less than 20% women without adequate justification. | → 100.0% |
| 5.1.b | Re-elect Mr. Luca Bozzo | FOR | FOR | | ✓ 99.9% |
| 5.1.c | Re-elect Mr. Yves-Claude Aubert | FOR | FOR | | ✓ 100.0% |
| 5.1.d | Re-elect Mr. Nicolas Eichenberger as board chairman | FOR | • OPPOSE | As Ethos did not support the election of Mr. Eichenberger to the board of directors, Ethos cannot approve Mr. Eichenberger as chairman. | ✓ 99.9% |
| 5.2 | Elections to the remuneration committee | | | | |
| 5.2.a | Re-elect Mr. Luca Bozzo to the remuneration committee | FOR | FOR | | ✓ 100.0% |
| 5.2.b | Re-elect Mr. Yves-Claude Aubert to the remuneration committee | FOR | FOR | | ✓ 100.0% |
| 5.3 | Re-elect Mr. Pierre-Yves Cots as independent proxy | FOR | FOR | | ✓ 100.0% |
| 5.4 | Re-elect KPMG as auditors | FOR | FOR | | ✓ 100.0% |
| 6 | Binding votes on the remuneration of the board of directors and the executive management | | | | |
| 6.1 | Binding prospective vote on the total remuneration of the board of directors | FOR | FOR | | ✓ 100.0% |
| 6.2 | Binding prospective vote on the total remuneration of the executive management | FOR | • OPPOSE | The information provided is insufficient. | ✓ 82.3% |



Richemont 07.09.2022 AGM

| Item | Agenda | Board | Ethos | | Res | sult |
|------|--|--------|---------|---|----------|-------|
| 1 | Approve annual report, financial statements and accounts | FOR | FOR | | * | 99.8% |
| 2 | Approve allocation of income and dividend | FOR | FOR | | • | 99.8% |
| 3 | Discharge board members and executive management | FOR | FOR | | * | 91.9% |
| 4 | Election of a representative of the "A" shareholders on the board of directors | | | | | |
| 4.1 | Shareholder resolution: elect Mr. Francesco Trapani as representative of the "A" shareholders | OPPOSE | OPPOS | E | × | 9.5% |
| 4.2 | Counter-proposal of the board: elect Ms. Wendy Luhabe as representative of the "A" shareholders | FOR | FOR | | * | 84.0% |
| 5 | Elections to the board of directors | | | | | |
| 5.1 | Re-elect Dr. Johann Rupert as member and chairman of the board | FOR | FOR | | * | 97.4% |
| 5.2 | Re-elect Mr. Josua Malherbe | FOR | • OPPOS | He is a representative of a significant shareholder who is sufficiently represented on the board. | * | 83.1% |
| | | | | He is chairman of the audit committee, is not independent and the committee independence is insufficient. | | |
| 5.3 | Re-elect Mr. Nikesh Arora | FOR | FOR | | ~ | 96.6% |
| 5.4 | Re-elect Mr. Clayton Brendish | FOR | • OPPOS | He is 75 years old, which exceeds Ethos' guidelines. | • | 97.0% |
| 5.5 | Re-elect Mr. Jean-Blaise Eckert | FOR | • OPPOS | He is a representative of a significant shareholder who is sufficiently represented on the board. | • | 85.4% |
| 5.6 | Re-elect Mr. Burkhart Grund | FOR | • OPPOS | He is also a permanent member of the executive management (CFO). | • | 97.0% |
| 5.7 | Re-elect Dr. Keyu Jin | FOR | • OPPOS | Her statement in a Swiss newspaper on human rights violation in the Xinjiang region may be in contradiction with Richemont own statement on human rights. | • | 98.4% |
| 5.8 | Re-elect Mr. Jérôme Lambert | FOR | • OPPOS | He is also a permanent member of the executive management (CEO). | • | 97.3% |
| 5.9 | Re-elect Ms. Wendy Luhabe | FOR | FOR | | ~ | 97.6% |
| 5.10 | Re-elect Mr. Jeff Moss | FOR | FOR | | ~ | 99.5% |
| 5.11 | Re-elect Dr. Vesna Nevistic | FOR | FOR | | • | 99.6% |
| 5.12 | Re-elect Mr. Guillaume Pictet | FOR | FOR | | • | 87.9% |
| 5.13 | Re-elect Ms. Maria Ramos | FOR | FOR | | ~ | 98.6% |
| 5.14 | Re-elect Mr. Anton Rupert | FOR | FOR | | ~ | 97.1% |
| | | | | | | |



Richemont 07.09.2022 AGM

| Item | Agenda | Board | Ethos | | Res | sult |
|------|---|--------|----------|--|----------|-------|
| 5.15 | Re-elect Mr. Patrick Thomas | FOR | • OPPOSE | He is 75 years old, which exceeds Ethos' guidelines. | • | 96.1% |
| 5.16 | Re-elect Ms. Jasmine Whitbread | FOR | FOR | | ~ | 94.8% |
| 5.17 | Shareholder resolution: elect Mr. Francesco Trapani as board member | OPPOSE | OPPOSE | | × | 10.4% |
| 6 | Elections to the remuneration committee | | | | | |
| 6.1 | Re-elect Mr. Clayton Brendish to the remuneration committee | FOR | • OPPOSE | As Ethos did not support the election of Mr. Brendish to the board of directors, Ethos cannot approve Mr. Brendish to the committee. | • | 94.1% |
| 6.2 | Re-elect Dr. Keyu Jin to the remuneration committee | FOR | • OPPOSE | As Ethos did not support the election of Dr. Jin to the board of directors, Ethos cannot approve Dr. Jin to the committee. | * | 95.5% |
| 6.3 | Re-elect Mr. Guillaume Pictet to the remuneration committee | FOR | FOR | | * | 85.9% |
| 6.4 | Re-elect Ms. Maria Ramos to the remuneration committee | FOR | FOR | | * | 95.7% |
| 7 | Re-elect PricewaterhouseCoopers as auditors | FOR | • OPPOSE | The audit firm has been in office for 29 years, which exceeds Ethos' guidelines. | * | 81.3% |
| 8 | Re-elect Etude Gampert, Demierre, Moreno as independent proxy | FOR | FOR | | * | 99.6% |
| 9 | Binding votes on the remuneration of the board of directors and the executive management | | | | | |
| 9.1 | Binding prospective vote on the total remuneration of the board of directors | FOR | FOR | | * | 98.3% |
| 9.2 | Binding prospective vote on the fixed remuneration of the executive management | FOR | • OPPOSE | The information provided is insufficient. | * | 97.3% |
| | - | | | The fixed remuneration is significantly higher than that of a peer group. | | |
| 9.3 | Binding retrospective vote on the total variable remuneration of the executive management | FOR | • OPPOSE | The information provided is insufficient. | * | 74.5% |
| | 3 | | | The structure and conditions of the plans do not respect Ethos' guidelines. | | |
| | | | | Past awards do not allow confirmation of the link between pay and performance. | | |
| 10 | Shareholder resolution: minimum size of the board and right to representation | OPPOSE | • FOR | The resolution seems adequate in light of the dual share structure and the size of both the company and its board of directors. | × | 17.6% |



Richemont 07.09.2022 AGM

| Item | Agenda | Board | Ethos | Result |
|------|---|--------|--------|----------------|
| 11 | Shareholder resolution: representation of the classes of shares | OPPOSE | OPPOSE | x 16.6% |



SHL Telemedicine 11.08.2022 EGM

| Item | Agenda | Board | Ethos | | Result |
|------|---|-------|--------------------------|--|----------|
| 1 | Amend articles of association (art. 40): Chairman of the board of directors | FOR | • OPPOSE | The amendment has a negative impact on the interests of all or some of the shareholders. | ✓ |
| 2 | Amend the remuneration policy | FOR | OPPOSE | The structure of the remuneration is not in line with Ethos' guidelines. | ✓ |
| 3 | Approve employment terms of Mr. Ehud Barak to be appointed co-chairman | FOR | • OPPOSE | The structure of the remuneration is not in line with Ethos' guidelines. | ~ |
| 4 | New engagement terms of Mr. Erez Nachtomy (CEO) | FOR | • OPPOSE | The information provided is insufficient. | ✓ |
| | | | | The structure of the remuneration is not in line with Ethos' guidelines. | |
| 5 | Grant a letter of exemption to executive management and board members | FOR | FOR | | * |



Talenthouse 08.07.2022 EGM

| Item | Agenda | Board | Ethos | Result |
|------|--|-------|-------|----------------|
| 1 | Elect PricewaterhouseCoopers as auditors | FOR | FOR | 1 00.0% |



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26.10.2022

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