

INVITATION
to the 61st ordinary Annual General Meeting

Saturday, August 10, 2024, 10.30 a.m.

in the marquee at EMS-CHEMIE AG, Via Innovativa 1, 7013 Domat/Ems (GR)
(doors open at 9.30 a.m.)

Agenda and Proposals of the Board of Directors

Further explanations can be found under www.ems-group.com/gv.

- 1. Welcome address and course of business**
- 2. Establishment of the Annual General Meeting**
- 3. Annual Report 2023/2024**
 - 3.1 Approval of the Management Report, Annual Financial Statement 2023/2024 and the Group Financial Statement 2023**
 - 3.2 Approval of the Sustainability Report 2023 (Report on non-financial matters)**
 - 3.3 Approval of remuneration 2023/2024 for the Board of Directors and Executive Management**

For the business year 2023/2024, the Board of Directors proposes:

Approval of the total remuneration for the Board of Directors	CHF	763,647
Approval of the total remuneration for Executive Management	CHF	3,155,075

(Further information in the Remuneration Report, pages 17/18, Annual Report 2023/2024)

- 4. Resolution on appropriation of retained earnings**

Balance brought forward	CHF	464,335,159
Net income	CHF	657,066,934
Available earnings	CHF	1,121,402,093

The Board of Directors proposes to the Annual General Meeting the following appropriation of available earnings:

Payment of an ordinary dividend of CHF 12.75 gross	CHF	298,210,107
and an extraordinary dividend of CHF 3.25 gross per dividend-bearing registered share	CHF	76,014,341

Balance to be carried forward	CHF	747,177,645
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If this motion is passed, dividends will be paid out on August 15, 2024.

- 5. Discharge of the members of the Board of Directors and Executive Management**

6. Elections

6.1 Board of Directors, Chairman of the Board of Directors and Remuneration Committee

The Board of Directors proposes election of the following persons for a one-year term of office:

- Mr. Bernhard Merki as member and Chairman of the Board of Directors and member of the Remuneration Committee
- Ms. Magdalena Martullo as member of the Board of Directors
- Mr. Rainer Roten as member of the Board of Directors and member of the Remuneration Committee
- Mr. Kaspar W. Kelterborn as member of the Board of Directors and member of the Remuneration Committee

6.2 Statutory Auditors

The Board of Directors proposes election of BDO AG, Zurich, as statutory auditors for a one-year term of office.

6.3 Independent Proxy

The Board of Directors proposes election of Dr. iur. Robert K. Däppen, Attorney-at-law, Bahnhofstrasse 8, 7000 Chur, as independent proxy until the end of the next Annual General Meeting.

You are cordially invited to join us for lunch after the Annual General Meeting and to visit the exhibition "EMS-CHEMIE – an incredible story" as well as the science center "EMSORAMA".

Organizational notes:

Shareholders entitled to vote, are those registered in the share register on July 30, 2024, 5.00 p.m. as holding voting rights. After receipt of the returned registration forms, admission cards will be sent starting July 31, 2024. Early registration (arriving no later than August 7, 2024) will facilitate preparations for the Annual General Meeting.

Inspection of the Annual Report and the Sustainability Report: The Annual Report (including the Remuneration Report) with the reports of the statutory auditors, the Sustainability Report and the proposals of the Board of Directors, will be made available for inspection by shareholders from July 12, 2024 at EMS-CHEMIE HOLDING AG, Via Innovativa 1, 7013 Domat/Ems. A copy of these documents will be sent to shareholders on request.

Proxy Voting: Shareholders, who are not able to attend the Annual General Meeting in person, may be represented by the independent proxy (*Dr. iur. Robert K. Däppen, Attorney-at-law, Bahnhofstrasse 8, 7000 Chur*), their legal representative or a representative of their own choice. If a shareholder wishes to authorize the independent proxy to vote on his behalf, the proxy form on the registration should be completed and the signed registration form then returned to arrive not later than August 7, 2024 by post. Registration and proxy authorization can also be given electronically at www.ems-group.com/gv. Login details are given on the registration form. The proxy authorization on the registration form, must be used for representation by a legal representative or representative of own choice.

Transport: Buses will be available from 09.00 a.m. for participants of the Annual General Meeting to travel to Domat/Ems. The bus stop at Bahnhofplatz in front of the railway station building in Chur is clearly signposted with the EMS logo. Please allow 30 to 40 minutes for the transfer. Car parking spaces are available in front of the production site in Domat/Ems.