

INVITATION

to the 62nd ordinary Annual General Meeting

Saturday, August 9, 2025, 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 2024/2025**
 - 3.1 Approval of the Management Report, Financial Statements 2024/2025 and the Consolidated Financial Statements 2024**
 - 3.2 Approval of the Sustainability Report 2024 (Report on non-financial matters)**
 - 3.3 Approval of remuneration 2024/2025 for the Board of Directors and Executive Management**

For the business year 2024/2025, the Board of Directors proposes:

Approval of the total remuneration for the Board of Directors	CHF	768,316
Approval of the total remuneration for Executive Management	CHF	3,145,472

(Further information in the Remuneration Report, pages 17/18, Annual Report 2024/2025)

4. Resolution on appropriation of available earnings

Earnings brought forward	CHF	747,177,645
Net income	CHF	434,705,527
Available earnings	CHF	1,181,883,172

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

Payment of an ordinary dividend of CHF 13.95 gross	CHF	326,276,941
and an extraordinary dividend of CHF 3.30 gross	CHF	77,183,792
per dividend-bearing registered share		

Earnings to be carried forward	CHF	778,422,439
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If this motion is passed, dividends will be paid out on August 14, 2025.

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 29, 2025, 5.00 p.m. as holding voting rights. After receipt of the returned registration forms, admission cards will be sent starting July 30, 2025. Early registration (arriving no later than August 6, 2025) 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 11, 2025 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 6, 2025 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 or the electronic shareholder portal (www.ems-group.com/gv), must be used for representation by a legal representative or a 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.