

**VP Bank AG**

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To the shareholders of VP Bank AG

Vaduz, 28 March 2018

**Invitation to the 55th ordinary annual general meeting**

**Friday, 27 April 2018, 5.30 p.m. (doors open at 4.30 p.m.)**

**Spoerry Fabrik multipurpose hall, Rüfestrasse 6, 9490 Vaduz**

Dear Shareholders

VP Bank AG hereby cordially invites you to the 55th ordinary annual general meeting. The agenda, which includes the proposals of the Board of Directors and the organisational information, as well as the letter to shareholders can be found in the attachment. For further information, our annual report for the 2017 financial year can be accessed at [www.vpbank.com](http://www.vpbank.com). The annual report will also be available in printed form at the annual general meeting or may be ordered in advance.

Please register by **Thursday, 12 April 2018**, either by sending us the enclosed registration card or online at [www.vpbank.com/gv](http://www.vpbank.com/gv). If you are unable to attend, you have the option of appointing a proxy. You can also vote electronically on the agenda items prior to the annual general meeting by submitting your vote electronically by **Wednesday, 25 April 2018**, at the latest.

Admission documents will be dispatched on Thursday, 19 April 2016. Should you have any questions, please contact Eveline Buser via e-mail at [eveline.buser@vpbank.com](mailto:eveline.buser@vpbank.com) or by calling +423 235 63 46.

We look forward to welcoming you in Vaduz and would be pleased to have you join us for dinner following the conclusion of the annual general meeting.

Kind regards

VP Bank AG

A handwritten signature in black ink, appearing to be 'Fredy Vogt', written over a horizontal line.

Fredy Vogt

Chairman of the Board of Directors

**Invitation** to the  
55<sup>th</sup> Ordinary Annual  
General Meeting

Friday, 27 April 2018, 5.30 p.m.

# 55<sup>th</sup> Ordinary Annual General Meeting

## Agenda

### 1. Approval of the annual reports

Consolidated financial statements (income statement, statement of comprehensive income, balance sheet, changes in equity, cash flow statement and notes) and consolidated management report of VP Bank Group as well as the financial statements (balance sheet, income statement and notes) and management report of VP Bank AG, Vaduz, for the 2017 financial year; taking note of the reports of the Group and statutory Auditors.

The Board of Directors proposes that the 2017 annual reports of VP Bank Group and VP Bank AG, Vaduz, be approved.

### 2. Distribution of profits (VP Bank AG, Vaduz)

The Board of Directors proposes that the profit be distributed as follows:

At the disposal of the annual general meeting	CHF	136,281,687.12
Distribution of a dividend of CHF 5.50 per registered share A and CHF 0.55 per registered share B	CHF	36,384,791.85
Allocation to other reserves		-
Other appropriations of earnings		-
Balance carried forward to the new financial year	CHF	99,896,895.27

### 3. Discharge of members of the Board of Directors and the statutory Auditors

The Board of Directors proposes that the members of the Board of Directors and the statutory Auditors be discharged.

### 4. Elections

The Board of Directors proposes the re-election of Dr Florian Marxer and Fredy Vogt, whose terms of office are expiring, to the Board of Directors for an additional three years. In addition, the Board of Directors proposes the election of Dr Thomas R. Meier as a new Member of the Board of Directors.

#### 4.1 Re-election to the Board of Directors

##### 4.1.1 Dr Florian Marxer

The Board of Directors proposes the re-election of Dr Florian Marxer for a term of office of three years.

##### 4.1.2 Fredy Vogt

The Board of Directors proposes the re-election of Fredy Vogt for a term of office of three years.

#### 4.2 New election to the Board of Directors

##### 4.2.1 Dr Thomas R. Meier

The Board of Directors proposes the election of Dr Thomas R. Meier for a term of office of three years.

Dr Thomas R. Meier is an independent consultant at TRM Consulting AG, Member of the Board of Directors at Leonteq AG and deputy chairman of the Julius Bär Foundation.

He has more than three decades of international experience in the banking industry. From 2007 to 2015 he was responsible for Julius Bär bank as CEO Asia. Before that he headed the Private Wealth Management division at Deutsche Bank in Luxembourg and was a member of the Executive Board. He started his career in 1988 at Credit Suisse Group. Here, too, he primarily focused on the Asian market, the Middle East and Eastern Europe. Dr Meier studied law at the University of Zurich before going on to complete an Advanced Management Program at Wharton School (United States) and a program for members of boards of directors at the Swiss Board School of the IMP-HSG.

#### 4.3 Election of Group and statutory Auditors

The Board of Directors proposes that Ernst & Young be re-elected for a further one-year term as Group and statutory Auditors.

### 5. Miscellaneous

## Further information

### Information for the shareholders

Registered shares that have been entered in the share register confer voting rights. Voting rights for registered shares A may only be exercised when they have been entered in the share register by 20 April 2018 at the latest. From 30 March 2018 to 4 May 2018, no registered shares B will be transferred in the share register.

In accordance with Art. 10(1) of the Articles of Association, a shareholder may be represented by another shareholder. This power of representation may also be transferred to VP Bank.

### Parking

Please use our shuttle service to and from the Spoerry Areal multipurpose hall. Park your vehicle at the Marktplatz parking garage in Vaduz. Our shuttle service will be available from 4.15 p.m. in front of the Vaduzer Saal.

### Contact and registration

Should you have any questions, please contact Ms Eveline Buser via e-mail at [eveline.buser@vpbank.com](mailto:eveline.buser@vpbank.com) or by calling +423 235 63 46.

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