



57th ordinary annual general meeting

Friday, 24 April 2020, 5.30 p.m.

// We connect. //



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 Ltd, Vaduz, for the 2019 financial year; taking note of the reports of the Group and statutory Auditors.

The Board of Directors proposes that the 2019 annual reports of VP Bank Group and VP Bank Ltd, Vaduz, be approved.

2. Distribution of profit (VP Bank Ltd, Vaduz)

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

At the disposal of the annual general meeting	CHF	156,754,654.45
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 distributions of profit		-
Balance carried forward to the new financial year	CHF	120,369,862.60

3. Discharge of members of the Board of Directors, the Executive Board and the statutory Auditors

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

4. Elections

The Board of Directors proposes the re-election of Dr Beat Graf and Michael Riesen, whose terms of office are expiring, to the Board of Directors for an additional three years. Professor Teodoro D. Cocca has declared that he does not intend to seek re-election.

The Board of Directors proposes the election of Katja Rosenplänter-Marxer as a new member of the Board of Directors.

4.1 Re-election to the Board of Directors

4.1.1 Dr Beat Graf

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

4.1.2 Michael Riesen

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

4.2 Election of new members to the Board of Directors

4.2.1 Katja Rosenplänter-Marxer

The Board of Directors proposes the election of Katja Rosenplänter-Marxer for a term of office of three years.

Katja Rosenplänter-Marxer holds a law degree from the University of Konstanz (D) and admission to the bar in Germany. She worked as an associate at the law firm Marxer & Partner Attorneys-at-law, Vaduz, from 2012 to 2017, and is now contributing her extensive experience within the intermediary business, an area of great importance for VP Bank. She is also a Member of the Foundation Board of the Lebenswertes Liechtenstein non-profit foundation, which was founded in 2019, and a Member of the Board of Directors of the association Verein Zeitvorsorge Liechtenstein. Katja Rosenplänter-Marxer represents the interests of the "Marxer Stiftung für Bank- und Unternehmenswerte" foundation, which is an anchor shareholder of VP Bank.

5. Purchase of own shares

Pursuant to Article 306a of the Liechtenstein Persons and Companies Act (Personen- und Gesellschaftsrecht - PGR), the Board of Directors proposes to authorise the acquisition of its own registered shares A and registered shares B, up to a maximum of 10% of the share capital, by 22 April 2025.

This corresponds to:

- the purchase of registered shares A with a par value of CHF 6,015,000.00, or 601,500 shares at CHF 10.00 each
- the purchase of registered shares B with a par value of CHF 600,417.00, or 600,417 shares at CHF 1.00 each

The purchase price amounts to:

- registered shares A, costing at least 90% and at most 110% of the current stock market price of registered share A at the time of purchase
- registered shares B acquired over the counter, costing at least 9% and at most 11% of the current market price of registered share A at the time of purchase

6. Miscellaneous

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 17 April 2020 at the latest. From 27 March 2020 to 1 May 2020, no registered shares B will be transferred in the share register.

Contact

Should you have any questions, please contact Claudia Keller via e-mail at claudia.keller@vpbank.com or by calling +423 235 67 85.

Please find more information on the annual general meeting on our website: www.vpbank.com/gms

