



LALIQUE
GROUP

**Invitation to
the Ordinary
General Meeting
2022**

Cover

The Lalique factory—craftsmen in the hot-glass workshop filling a mould before pressing.

LALIQUE GROUP

Zurich, 11 May 2022

Dear Shareholder

Thanks to a return to normal conditions, we are delighted to be able to hold our Ordinary General Meeting this year in the presence of shareholders once again.

We therefore have the pleasure in inviting you to the Ordinary General Meeting as follows:

| | |
|------------------|--|
| DATE | 2 June 2022 |
| START | 11 am with buffet lunch to follow |
| ADMISSION | 10.30 am |
| LOCATION | Kunsthaus extension (Chipperfield Building), Heimplatz, 8001 Zurich |

Following the pandemic-related losses in 2020, the past year saw a step-by-step recovery in our company's performance. As a result, the Board of Directors is able to propose the distribution of a dividend.

At the same time, the new year will be one of change: Marcel Roesti, a member of the Lalique Group Board of Directors since 2008, will not be standing for re-election at the coming Ordinary General Meeting. We are proposing Philippe Vidal for election as a new Board member.

We would also like to propose Jan Kollros as an additional member of the Remuneration Committee.

Further information on the organization of the Ordinary General Meeting and the opportunities for representation along with the authorizations required can be found in the accompanying documentation.

We look forward to receiving your registration for the Ordinary General Meeting 2022 by 31 May 2022.

On behalf of the Board of Directors

A handwritten signature in black ink, appearing to read 'Silvio Denz', with a stylized flourish at the end.

Silvio Denz, Executive Chairman of the Board of Directors

ENCLOSURES

- Admission ticket and voting slip
- Registration, authorization of proxy
- Reply envelope

Agenda for the Ordinary General Meeting of Laliq Group SA on 2 June 2022 with proposals of the Board of Directors

1

APPROVAL OF THE BUSINESS REPORT, THE CONSOLIDATED FINANCIAL STATEMENTS AND THE STATUTORY FINANCIAL STATEMENTS OF LALIQUÉ GROUP SA FOR THE 2021 FINANCIAL YEAR

The Board of Directors proposes to the General Meeting to approve the 2021 Business Report, containing the annual report, the statutory financial statements and the consolidated financial statements of Laliq Group SA.

2

APPROPRIATION OF RETAINED EARNINGS

The Board of Directors proposes that the Ordinary General Meeting approve the payment of a dividend and the following distribution of profits.

| | | |
|--|--------------|--------|
| Year-end result for 2021 | CHF thousand | 4 100 |
| Balance brought forward | CHF thousand | 55 151 |
| Available earnings as per 31 December 2021 | CHF thousand | 59 251 |

Proposal:

| | | |
|--|--------------|--------|
| Dividend payment | CHF thousand | -1 440 |
| Balance brought forward to new account | CHF thousand | 57 811 |

The Board of Directors proposes that the Ordinary General Meeting of 2 June 2022 approve an ordinary payment of CHF 0.20 per share (nominal value of CHF 0.20) from the capital reserve without deduction of withholding tax.

| | | |
|--|--------------|--------|
| Capital contribution reserve before the planned disbursement | CHF thousand | 87 810 |
| Proposed disbursement from the capital contribution reserve per dividend-bearing share | CHF thousand | -1 440 |
| Capital contribution reserve balance brought forward to new account | CHF thousand | 86 370 |

3**APPROVAL OF THE COMPENSATION OF THE MEMBERS OF THE BOARD OF DIRECTORS****3a) Approval of the fixed remuneration of the members of the Board of Directors for the period up to and including the next Ordinary General Meeting**

The Board of Directors proposes to the General Meeting to determine the maximum overall fixed remuneration of members of the Board of Directors for the period up to and including the next Ordinary General Meeting as follows: CHF 1 250 000. This figure includes the fixed remuneration for Silvio Denz and Roger von der Weid, who are members of both the Board of Directors and the Executive Board. The amount also takes into account the departure of Claudio Denz from the Executive Board with effect from 31 December 2021.

3b) Approval of the variable compensation of the members of the Board of Directors for the 2021 financial year

In 2021, Roger von der Weid, Silvio Denz and Claudio Denz were members of both the Board of Directors and the Executive Board. Their compensation is recognized in the remuneration report as part of the compensation paid to the Board of Directors. The compensation for Roger von der Weid and Claudio Denz is composed of a variable component and a fixed component. The Board of Directors proposes that the Ordinary General Meeting approve the variable compensation of the members of the Board of Directors for the 2021 financial year in the total amount of CHF 60 000.

4**APPROVAL OF THE COMPENSATION OF THE MEMBERS OF THE EXECUTIVE BOARD****4a) Approval of the fixed compensation of the members of the Executive Board for the 2022 financial year**

The Board of Directors proposes that the Ordinary General Meeting determine a total maximum fixed compensation of the members of the Executive Board for the 2022 financial year overall (but not including Silvio Denz and Roger von der Weid) as follows: CHF 2 750 000.

4b) Variable compensation of the members of the Executive Board for the 2021 financial year

The Board of Directors proposes that the Ordinary General Meeting determine a variable compensation of the members of the Executive Board for the 2021 financial year overall (but not including Silvio Denz and Roger von der Weid) in the total amount of CHF 270 000.

5**DISCHARGE FROM LIABILITY OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE EXECUTIVE BOARD**

The Board of Directors proposes to the General Meeting to grant discharge from liability to each member of the Board of Directors and of the Executive Board for the 2021 financial year.

6

ELECTIONS TO THE BOARD OF DIRECTORS

6a) Re-election of Silvio Denz

The Board of Directors proposes to the General Meeting to elect, according to art. 15 of the bylaws, the current Chairman of the Board of Directors, Silvio Denz, for another term of office up to and including the next Ordinary General Meeting as Chairman of the Board of Directors.

6b) Re-election of Roland Weber

The Board of Directors proposes to the General Meeting to elect, according to art. 15 of the bylaws, the current member of the Board of Directors, Roland Weber, for another term of office up to and including the next Ordinary General Meeting as a member of the Board of Directors.

6c) Re-election of Roger von der Weid

The Board of Directors proposes to the General Meeting to elect, according to art. 15 of the bylaws, the current member of the Board of Directors, Roger von der Weid, for another term of office up to and including the next Ordinary General Meeting as a member of the Board of Directors.

6d) Re-election of Claudio Denz

The Board of Directors proposes to the General Meeting to elect, according to art. 15 of the bylaws, the current member of the Board of Directors, Claudio Denz, for another term of office up to and including the next Ordinary General Meeting as a member of the Board of Directors.

6e) Re-election of Jan Kollros

The Board of Directors proposes to the General Meeting to elect, according to art. 15 of the bylaws, the current member of the Board of Directors, Jan Kollros, for another term of office up to and including the next Ordinary General Meeting as a member of the Board of Directors.

6f) Re-election of Sanjeev Malhan

The Board of Directors proposes to the General Meeting to elect, according to art. 15 of the bylaws, the current member of the Board of Directors, Sanjeev Malhan, for another term of office up to and including the next Ordinary General Meeting as a member of the Board of Directors.

6g) Election of Philippe Vidal to the Board of Directors

The Board of Directors proposes to the General Meeting to elect, according to art. 15 of the bylaws, Phillippe Vidal as a member of the Board of Directors up to the next Ordinary General Meeting.

7**ELECTION OF THE MEMBERS OF THE REMUNERATION COMMITTEE****7a) Re-election of Silvio Denz**

The Board of Directors proposes to the General Meeting to elect, according to art. 26 of the bylaws, Silvio Denz as a member of the Remuneration Committee for another term of office up to and including the next Ordinary General Meeting.

7b) Re-election of Roland Weber

The Board of Directors proposes to the General Meeting to elect, according to art. 26 of the bylaws, Roland Weber as a member of the Remuneration Committee for another term of office up to and including the next Ordinary General Meeting.

7c) Election of Jan Kollros

The Board of Directors proposes to the General Meeting to elect, according to art. 26 of the bylaws, Jan Kollros as a member of the Remuneration Committee for a term of office up to and including the next Ordinary General Meeting.

8**RE-ELECTION OF THE INDEPENDENT PROXY**

The Board of Directors proposes to the General Meeting to elect, according to art. 14 of the bylaws, Buis Bürgi AG, Mühlebachstrasse 8, 8008 Zurich as independent proxy for another term of office up to and including the next Ordinary General Meeting.

9**RE-ELECTION OF THE STATUTORY AUDITORS**

The Board of Directors proposes to the General Meeting to re-elect Deloitte AG, Pfingstweidstrasse 11, 8005 Zurich, for another term of office up to and including the next Ordinary General Meeting as statutory auditors.

Information on the Organization

Annual report

The 2021 Business Report, comprising the annual report, the consolidated financial statements, the annual financial statements and the remuneration report of Lalique Group SA, together with the relevant auditors' reports, is available for inspection at the company's registered office and as a PDF file at www.lalique-group.com. Similarly available at www.lalique-group.com as a PDF is the financial part of the annual report (consolidated financial statements, annual financial statements and remuneration report, together with the relevant auditor's reports) as well as the minutes of the last General Meeting. These documents and the minutes of the last General Meeting are available for inspection at the company's registered office for 20 days prior to the General Meeting. We request prior notification.

In addition, all shareholders can order a print copy of the 2021 Annual Report via the electronic platform or using the enclosed power of attorney form.

Admission to the General Meeting/registration

Enclosed you will find your personal admission ticket to the Ordinary General Meeting along with the voting papers. These documents must be presented at the entrance to the hall. If you would like to participate in person, you should retain these and only return your registration in the enclosed return envelope by 31 May 2022 to the following address: Lalique Group SA, Share Register, c/o Nimbus AG, P.O. Box, CH-8866 Ziegelbrücke.

Representation/Issue of power of attorney

According to art. 6 of the bylaws, only those entered in the Share Register as registered shareholders are entitled to vote. A shareholder can be represented at the General Meeting by another participating shareholder, a third party (who does not need to be a shareholder) or by the independent proxy, Buis Bürgi AG, Mühlebachstrasse 8, P.O. Box, CH-8024 Zurich, with right of substitution (art. 11 of the bylaws).

Form for issuing power of attorney and instructions

To grant power of attorney to the independent proxy please send the form using the enclosed reply envelope to arrive no later than 31 May 2022 (date of receipt) to the following address: Lalique Group SA, Share Register, c/o Nimbus AG, Ziegelbrückstrasse 82, CH-8866 Ziegelbrücke. Power of attorney forms or instructions received after this date will not be taken into account.

Electronic authorization and issue of instructions

Lalique Group offers shareholders the option of issuing a power of attorney and instructions to the independent proxy electronically via the online platform <https://laliquegroup.shapp.ch>.

See also the enclosed power of attorney form for your personal access data. Power of attorney and instructions to the independent proxy can be submitted electronically up to and including 31 May 2022. On the electronic platform, you can also order the printed (short) version of the 2021 Annual Report.

Entitlement to vote

Only shareholders entered in the share register on 24 May 2022 (effective date) are entitled to vote. Shareholders who sell part or all of their shareholding before the Ordinary General Meeting are no longer entitled to exercise voting rights on the shares sold.



PHILIPPE VIDAL TO BE PROPOSED AS A NEW MEMBER OF THE BOARD OF DIRECTORS

The Board of Directors of Lalique Group has decided to propose Philippe Vidal as a new member of the Board of Directors.

Philippe Vidal, French citizen, has a degree from the Ecole Polytechnique and the Ecole des Ponts et Chaussées in Paris. He has enjoyed a long career in top management positions at the French banking group Crédit Industriel et Commercial, where he was a member of the Executive Board and from 2012 until 2021 Deputy CEO. At the moment, he is working as an independent consultant.

Philippe Vidal is a director of two other listed companies: Eiffage and Lanson BCC. Philippe Vidal (born 1954) has special expertise in the fields of strategic financial planning, cost management and auditing.

He is married with three grown-up children and lives in Paris.

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