



PRECIOUS WOODS

Precious Woods Holding Ltd
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Zug, 25 April 2024

Invitation to the 33rd ordinary Annual General Meeting

Wednesday, 22 May 2024, 3 pm, at the Volkshaus Zürich, Stauffacherstrasse 60, Zurich, Switzerland

Dear Shareholders

We are very pleased to invite you to the ordinary Annual General Meeting of Precious Woods Holding Ltd. (PW Holding).

Brief overview of the agenda items:

1. Welcome, agenda overview, and information on the Annual General Meeting
2. Reporting on fiscal year 2023 and outlook
3. Annual report, consolidated financial statements and financial statements, audit reports 2023
4. Consultative vote on the remuneration report
5. Discharge of the Members of the Board of Directors and Management
6. Appropriation of the accumulated loss of PW Holding
7. Election of the Board of Directors
8. Election of the auditor

At the end of the meeting, we cordially invite you to a reception with “apéro riche” and joint discussions.

We would be very pleased to welcome you in person. Doors will open at 2:30 pm.

Yours faithfully

Markus Brüttsch, Chairman of the Board of Directors



Explanatory notes on the agenda items and motions of the Board of Directors

Agenda item 3: Annual report, consolidated financial statements and financial statements, audit reports 2023

Motion of the Board of Directors: To approve the annual report, the consolidated financial statements, and the financial statements of PW Holding for the fiscal year 2023, and to take note of the audit reports.

Explanatory notes of the Board of Directors: The annual report, the consolidated financial statements, and the financial statements provide information on the financial position and net assets in 2023. The auditor, KPMG AG, Zug, has audited the consolidated financial statements and financial statements of PW Holding and recommends them for approval.

Agenda item 4: Consultative vote on the remuneration report

Motion of the Board of Directors: To take note of and approve the remuneration report 2023 of PW Holding by way of a consultative vote.

Explanatory notes of the Board of Directors: The overview of the remuneration report is presented in note 8 to the financial statements of PW Holding.

Agenda item 5: Discharge of the Members of the Board of Directors and Management

Motion of the Board of Directors: Granting of discharge to the Members of the Board of Directors and Management for the year 2023.

Explanatory notes of the Board of Directors: By discharging the Members of the Board of Directors and Management, the approving Shareholders and the company declare that they will no longer hold the Members of the Board of Directors and Management liable for events from the past fiscal year that were brought to the attention of the Annual General Meeting.

Agenda item 6: Appropriation of the accumulated loss of PW Holding

Motion of the Board of Directors: To carry forward the net loss for the year of CHF 9.3 million to new account.

Explanatory notes of the Board of Directors: The loss, which is partly due to the impairment of the investment in the companies in Gabon, significant foreign currency differences and the decline in sales due to the global market situation, is to be carried forward to the next financial year.



Agenda item 7: Election of the Board of Directors

The current Members of the Board of Directors Markus Brüttsch, Robert Hunink, Werner Fleischmann, Olivier Kobel and Bernhard Pauli are standing for re-election.

After 9 years on the Board of Directors, Jürgen Blaser has decided not to stand for re-election. We would like to take this opportunity to thank him for his many years of valuable support.

Elections are held individually for each Member for a term of one year.

Agenda item 7a: Re-election of Markus Brüttsch

Motion of the Board of Directors: To elect Markus Brüttsch as a Member of the Board of Directors for a further term of one year. Previously in the function as Chairman.

Agenda item 7b: Re-election of Robert Hunink

Motion of the Board of Directors: To elect Robert Hunink as a Member of the Board of Directors for a further term of one year. Previously in the function as Vice Chairman.

Agenda item 7c: Re-election of Werner Fleischmann

Motion of the Board of Directors: To elect Werner Fleischmann as a Member of the Board of Directors for a further term of one year.

Agenda item 7d: Re-election of Olivier Kobel

Motion of the Board of Directors: To elect Olivier Kobel as a Member of the Board of Directors for a further term of one year.

Agenda item 7e: Re-election of Prof. Dr. Bernhard Pauli

Motion of the Board of Directors: To elect Prof. Dr. Bernhard Pauli as a Member of the Board of Directors for a further term of one year.

Agenda item 8: Re-Election of the auditor

Motion of the Board of Directors: To elect KPMG AG, Zug, as the auditor for fiscal year 2024.

Explanatory notes of the Board of Directors: According to the Articles of Association, the auditor shall be elected each year by the Annual General Meeting. KPMG AG, Zug, is registered as an audit firm subject to public supervision by the Swiss Federal Audit Oversight Authority (FAOA).



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General matters

Shareholders who do not attend the General Meeting in person may be represented as follows:

1. The independent proxy (Dr. Urs Egli, Suter Howald Rechtsanwälte, Räflestrasse 26, 8021 Zurich). The enclosed registration/grant of proxy form is sufficient for granting power of proxy (admission ticket does not have to be requested);
2. Another person with capacity to act (who does not have to be a Shareholder). The admission ticket will be sent directly to the proxy; or
3. The custodian bank, by completing the proxy form on the admission ticket and forwarding it to the custodian bank.

In the absence of express instructions to the contrary, voting rights shall be exercised in accordance with the motions of the Board of Directors; this shall also apply in the event that additional motions or amendments are proposed at the Annual General Meeting.

Proxy holders of deposited shares within the meaning of Article 689e(3) of the Swiss Code of Obligations are requested to inform the Company of the number and nominal value of the shares they represent as soon as possible, but no later than at the time of admission control.

Shareholders entered in the share register with voting rights on 8 May 2024 are entitled to vote. No more entries will be made in the share register in the period from 9 May to 22 May 2024.

We kindly ask you to return the enclosed registration form to sharecomm ag by 22 May 2024, 12 noon (time of receipt) at the latest.

The complete annual report is now available for download and in an online version on the website www.preciouswoods.com. A printed version can also be ordered via the grant of proxy form.

Enclosures:

- Registration/grant of proxy form for the ordinary Annual General Meeting
- Return envelope to sharecomm ag, Glattbrugg

Direction Volkshaus Zürich

Volkshaus Zürich – Travel Stauffacherstrasse 60, 8004 Zürich

Public transport	Station Stauffacher:	Tram No. 2, 3, 8, 9, 14
	Station Bezirksgebäude:	Tram No. 2, 3
	Station Helvetiaplatz:	Tram No. 8, Bus No. 32

Under <https://www.stadt-zuerich.ch/vbz/de/index/fahrplan/liniennetzplaene.html>, you can see the route network map of the Zurich city transport authority

Car parks City Parking Casino, Gessnerallee 14, CH-8001 Zürich

Under <https://www.parkingzuerich.ch/> you can find more car parks