



**PRECIOUS WOODS**

Precious Woods Holding Ltd  
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Zug, 29 April 2014

### **Invitation to the 23<sup>rd</sup> ordinary Annual General Meeting**

**On Wednesday, 21 May 2014, 3.00 p.m., at the Volkshaus Zürich, Stauffacherstrasse 60, Zurich**

Dear Shareholders

We are pleased to invite you to our ordinary General Meeting on 21 May 2014 and hope that you can attend in person. Failing this, you have the option of exercising your voting rights by proxy. The meeting will be chaired by Ernst A. Brugger, Chairman of the Board of Directors.

**The first part** (3.00 p.m.) is a presentation and discussion of Prof. Thomas Stocker, University of Bern, entitled "Global Climate Change: The forest as a service". Prof. T. Stocker is a world renowned climate scientist and co-chairman of Working Group I of the Intergovernmental Panel on Climate Change (IPCC), whose latest report was published recently.

**In the second part** (16:15 p.m.), the following agenda for the Annual General Meeting in the middle:

<b>Agenda item</b>	<b>Motions of the Board of Directors</b>
1. Welcome, agenda and notes on the Annual General Meeting	
2. Reporting on financial year 2013	Discussion and Note
3. Annual Report, consolidated financial Statements and financial statements 2012	Approval and to note the reports of the statutory auditor
4. Consultative vote on the remuneration Report (cf. page 80 of the Annual Report 2013)	Approval
5. Discharge of the members of the Board of Directors and Management for financial Year 2013	Approval



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| 6. | Appropriation of the result as per the Balance sheet                      | To carry forward to a new account                            |
| 7. | Renewal of Article 3d of the Articles of Association (Authorized capital) | Approval   |
| 8. | Election of the Board of Directors  | To re-elect Katharina Lehmann for an one year term           |
| 9. | Election of the auditor   | To re-elect Ernst & Young AG, Zurich, for a term of one year |

Following this second part of the Annual General Meeting, we cordially invite you to an "Apéro Riche".

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### **Comments on the agenda items and motions of the Board of Directors**

#### Explanatory notes on agenda item 7:

The authorized capital (Article 3d of the Articles of Association) expires on 18 December 2014. Continue to authorize the board at all times be fully paid an authorized capital up to a maximum amount of CHF 1 547 260 (1 547 260 issue of a maximum conduct of registered shares with a nominal value of CHF 1.00 each) is requested to extend this period to 20 May 2016.

It will only change the runtime, the text of the statutory provision of Article 3d is otherwise unchanged.

#### **General matters**

Shareholders who are unable to attend the Annual General Meeting in person may arrange to be represented by

1. Members of the bodies of the company (members of the Board of Directors or dependent persons), by completing the proxy form on the admission card and sending it to the share register (envelope enclosed);
2. The independent proxy (Dr. Urs Egli, of Egli Isler Partner Rechtsanwälte AG, Puls 5, Hardturmstrasse 11, 8005 Zurich), by completing the proxy form on the admission card and sending it to the independent proxy;
3. Another person with capacity to act (who need not be a shareholder), by completing the proxy form on the admission card and passing it to the designated proxy; or
4. The custodian bank, by completing the proxy form on the admission card and forwarding it to the custodian bank.

Save express contrary instructions, votes shall be cast in favour of the motions of the Board of Directors, unless additional or amendment motions are submitted to the Annual General Meeting.



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Custodian proxies, in the terms of the Article 689d of the Swiss Code of Obligations, are required to inform the company of the number and par values of the shares they represent. They shall do so no later than during the admission process of the meeting. Custodian proxies shall be institutions governed by the Swiss Federal Act of 8 November 1934 on banks and savings banks and commercial asset managers.

The shareholders entered in the share register as of 08 May 2014 with voting rights shall be entitled to vote. No entries shall be made in the share register in the period from 09 to 21 May 2014.

Please return the enclosed registration form to Nimbus no later than 08 May 2014.

Yours sincerely

The Board of Directors

Encl.:

- Registration form for the ordinary Annual General Meeting,
- Return envelope to Nimbus
- Location plan of the Volkshaus Zurich