



Precious Woods

Precious Woods Holding Ltd
Untermüli 6
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www.preciouswoods.com

Zug, 25 April 2025

Invitation to the 34th ordinary Annual General Meeting

**Wednesday, 21 May 2025,
3pm, at the Volkshaus Zürich,
Stauffacherstrasse 60, 8004 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 2024 and outlook**
- 3. Annual report, consolidated financial statements and financial statements, audit reports 2024**
- 4. Consultative vote on the remuneration report**
- 5. Discharge of the Members of the Board of Directors and Management**
- 6. Appropriation of the profit 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 Brütisch

Chairman of the Board of Directors

34th ordinary Annual General Meeting

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 2024

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 2024, 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 2024. 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 2024 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 7 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 2024.

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 profit of PW Holding

Motion of the Board of Directors:

To carry forward the net profit for the year of CHF 1.4 million to new account.

Explanatory notes of the Board of Directors:

The net profit, which is partly attributable to currency differences and the significant reduction in interest on debt capital in connection with the capital increase, is to be carried forward to the next fiscal year.

Agenda item 7

Election of the Board of Directors

After 10 years on the Board of Directors, Robert Hunink 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.

The current Members of the Board of Directors Markus Brüttsch, Werner Fleischmann, Olivier Kobel and Bernhard Pauli are standing for re-election. The Board of Directors proposes Martin Tobler as a new member.

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 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 7c:
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 7d:
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 7e:
New election Martin Tobler
Motion of the Board of Directors:**

To elect Martin Tobler as a new member of the Board of Directors for a term of one year.

Explanatory notes of the Board of Directors:

Martin Tobler is CEO of Switzerland's largest building materials distributor with over 900 employees. He has extensive international experience in industry and trade, has successfully implemented several M&A projects, is experienced in building distribution networks and holds various mandates on boards of directors and association boards. Among other things, he is President of Euro-Mat S.A. (NL), a European platform that supports and inspires building materials dealers and leading suppliers in their search for solutions to make the construction process more efficient. He is a Swiss citizen and 50 years old.

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 2025.

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).

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 7 May 2025 are entitled to vote. No more entries will be made in the share register in the period from 8 May to 21 May 2025.

We kindly ask you to return the enclosed registration form to sharecomm ag by 21 May 2025, 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. We have renounced printing in favour of the environment and costs.

Enclosures:

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



to the Online
Annual Report
2024



Precious Woods

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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 www.stadt-zuerich.ch/vbz/de/index/fahrplan/liniennetz-plaene.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 www.parkingzuerich.ch you can find more car parks



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