


## GERRESHEIMER GROUP

<b>MEETING DATE</b>	Wed, 24 Jun 2020 10:00 am	<b>TYPE</b>	AGM	<b>ISSUE DATE</b>	Tue, 09 Jun 2020
<b>MEETING LOCATION</b>	Rheinterrasse, Joseph-Beuys-Ufer 33, 40479 Duesseldorf/Virtual meeting				
<b>CURRENT INDICES</b>	PIRC Global				
<b>SECTOR</b>	Medical Supplies				
<b>FYE</b>	31 Dec 2019				

<b>PROPOSALS</b>		<b>ADVICE</b>
<b>1</b>	<b>Receive Financial Statements and Statutory Reports for Fiscal 2019</b> Non-voting agenda item.	<b>Non-Voting</b>
<b>2</b>	<b>Approve the Dividend</b> The Board proposes a dividend of EUR 1.20 per share. The dividend is covered by earnings. Acceptable proposal.	<b>For</b>
<b>3</b>	<b>Approve Discharge of Management Board for Fiscal 2019</b> Standard proposal. No serious governance concerns have been identified. Support is recommended.	<b>For</b>
<b>4</b>	<b>Approve Discharge of Supervisory Board for Fiscal 2019</b> Standard proposal. No serious governance concerns have been identified. Support is recommended.	<b>For</b>
<b>5</b>	<b>Ratify Deloitte GmbH as Auditors for Fiscal 2020</b> Deloitte proposed. Non-audit fees represented 11.36% of audit fees during the year under review and 8.13% on a three-year aggregate basis. This level of non-audit fees does not raise serious concerns about the independence of the statutory auditor. The current auditor has been in place for more than ten years. There are concerns that failure to regularly rotate the audit firm can compromise the independence of the auditor. Opposition is recommended.	<b>Oppose</b>
<b>6</b>	<b>Amend Articles Re: Proof of Entitlement</b> It is proposed to amend article 16.(2) of the articles of association. The proposed amendments are the new provisions on the proof of share ownership to be submitted by a shareholder when registering for a general meeting. No significant concerns have been identified. The proposed amendments are in line with applicable regulation. Support is recommended.	<b>For</b>

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