



Implementation of the Swiss Ordinance against Excessive Compensation in Listed Stock Companies (Verordnung gegen übermässige Vergütungen bei börsenkotierten Aktiengesellschaften ~ VegüV)

The Swiss Ordinance against Excessive Compensation in Listed Stock Companies (VegüV) of 20 November 2013 sets out a voting obligation for pension funds in Article 22. Pursuant to Article 23 (1), pension funds are obliged to give account to their beneficiaries once a year in a summary report of how the pension fund has voted in accordance with Article 22. This leads to higher administrative costs for pension funds.

Swiss Life Pension Services (SLPS) offers you the chance to support your pension fund in implementing the Ordinance. SLPS draws up for you the circular resolutions for the Board of Trustees, exercises the voting right with the listed stock companies in accordance with its decision and summarises the exercise of the voting right in a report. In doing so, we adjust our processes to

your requirements. During implementation you define what the process should look like. This can be, for example, in the form of emails to all members of the Board of Trustees which are sent with each invitation to the upcoming AGM. Each member of the Board of Trustees then votes on each agenda item. Based on the result of the vote, the voting instruction of the pension fund is then sent to the independent proxy.

Also, SLPS keeps a summary report for the pension fund. You define how detailed it should be. If desired, you can also add comments and justifications as to why you have rejected a proposal of the Board of Directors. The following table shows an example of what the summary report could look like.

2021 Vote – Duty to inform members

PF sample

Stock company	AGM	BoT voting decision	meeting summoned	Number of agenda points	YES*	NO	Abstention	Comment	Voting form: sent on
A AG	3/2/2021	YES	NO	20	20	0	0		2/15/2021
B AG	3/31/2021	YES	NO	18	16	2	0	• Rejection Reelection BoD Chairman owing to double mandate BoD Chairman and CEO	3/22/2021
C AG	4/1/2021	YES	NO	24	20	3	0	• Compensation Report previous year rejected • Compensation Board of Directors rejected • Compensation Corporate Executive Board rejected	3/22/2021
D AG	4/30/2021	YES	YES	25	8	17	0	• Rejection discharge • Rejection entire Board of Directors • Rejection reelection BoD Chairman • Rejection all members Nomination and Compensation Committee	4/20/2021
E AG	5/6/2021	YES	NO	20	19	1	0	• Rejection reelection Peter Mustermann	5/3/2021
F AG	5/6/2021	YES	NO	17	17	0	0		5/3/2021
G AG	5/25/2021	YES	NO	18	17	1	0	• Rejection election Hans Muster as in EB at the same time	5/19/2021
H AG	6/4/2021	YES	NO	22	19	2	1	• Compensation Report previous year abstained • Compensation Board of Directors rejected • Compensation Corporate Executive Board rejected	5/26/2021
A AG	9/3/2021	YES	YES	2	0	2	0	• Approval proposals of shareholder group X	8/20/2021

*YES means: Votes are always in accordance with the proposals of the Board of Directors

If you are interested in outsourcing the implementation of the VegüV Ordinance, please contact us. SLPS will be happy to address your needs and work out an offer based on your processes.

Pension Services – Swiss Life's advisory company

Get in touch:

Geneva:
Swiss Life Pension Services Ltd
Avenue des Morgines 10, P. O. Box 564, 1213 Petit-Lancy 1
Tel. 0800 00 25 25, pension.services@slps.ch, www.slps.ch

Zurich:
Swiss Life Pension Services Ltd
General-Guisan-Quai 40, P. O. Box, 8022 Zurich
Tel. 0800 00 25 25, pension.services@slps.ch, www.slps.ch