MINUTES

of the 20th Annual General Meeting of MCH Group Ltd.

Wednesday, 28 April 2021, 2:00pm (CET).

Congress Center Basel

Translation of the legally binding German version
AGENDA


2. Waiver of the payment of a dividend

3. Discharge of the members of the Board of Directors and the Executive Board

4. Elections
   4.1 Board of Directors
      4.1.1 Markus Breitenmoser
      4.1.2 Marco Gadola
      4.1.3 Eleni Lionaki
      4.1.4 James R. Murdoch
      4.1.5 Jeffrey Palker
      4.1.6 Andrea Zappia
   4.2 Chairman of the Board of Directors
   4.3 Governance, Nomination and Compensation Committee (Remuneration Committee)
      4.3.1 Christoph Brutschin
      4.3.2 Dr. Balz Hösly
      4.3.3 Jeffrey Palker
      4.3.4 Andrea Zappia
   4.4 Auditors
   4.5 Independent proxy

5. Approval of the remunerations of the Board of Directors and the Executive Board
   5.1 Approval of the additional non-profit-related remuneration to the Board of Directors 2020
   5.2 Approval of the total amount of non-profit-related remuneration to the Board of Directors 2022
   5.3 Approval of a non-profit-related remuneration to members of the Executive Board as a supplement for the financial year 2021
   5.4 Approval of the total amount of non-profit-related remuneration to the Executive Board 2022
FORMALITIES

Present are:

Chairman  Dr. Ulrich Vischer,
Chairman of the Board of Directors

Independent proxy  Dr. Christoph Nertz,
NEOVIUS AG, Advokaten und Notare, Basel

Auditors  Claudio Boller,
KPMG AG, Basel (via video conference)

Minutes  Christian Jecker,
Secretary of the Board of Directors

Board of Directors and Executive Board  Members of the Board of Directors and the Executive Board
(via video conference)

Pursuant to § 20 of the Articles of Association, the Chairman of the Board of Directors chairs the Annual General Meeting. The minutes are taken by the Secretary of the Board of Directors. They are published on the website after the meeting, where the minutes of the last General Meetings are also available.

On 31 March 2021, MCH Group Ltd. invited the shareholders entered in the share register to today's Annual General Meeting by sending them a letter containing the agenda with the motions and explanations of the Board of Directors and information on the exercise of shareholders' rights. The invitation was also published on the online platform of the Swiss Official Gazette of Commerce (SOGC) and on the MCH Group website on 31 March 2021. It is attached as an annex to the minutes.

Shareholders who were entered in the share register on 20 April 2021 were entitled to exercise their voting rights or to issue their instructions to the independent proxy. From 21 April to and including 28 April 2021 the share register was closed for entries.

Since, at the time of the invitation to the Annual General Meeting, the holding of events was prohibited in accordance with Art. 6 of the Ordinance on Measures in the Special Situation to combat the Covid 19 Epidemic, the Board of Directors, based on Art. 27 of the corresponding Ordinance 3, had ordered that the legitimate shareholders could exercise their rights exclusively via the independent proxy.

Shareholders could submit their proxy and instructions to the independent proxy by mail until 26 April 2021 or on the online platform https://mch-group.shapp.ch until 27 April 2021. The independent proxy was NEOVIUS AG, Advokaten und Notare, Basel. The online platform and the electronic recording of the authorization of the independent proxy and the instructions to them were managed by the company Nimbus AG, Ziegelbrücke. The voting results have been validated by the independent proxy.

Shareholders were given the opportunity to submit questions in writing by 20 April 2021. No questions were received by the MCH Group. No additional motions have been submitted by the shareholders.
TREATMENT OF THE AGENDA ITEMS

The Chairman informs about the participation and the quorums of resolutions at the Annual General Meeting, which was conducted in writing, and announces the voting results on the individual agenda items.

Participation of the shareholders

<table>
<thead>
<tr>
<th>Shares</th>
<th>14,869,351</th>
</tr>
</thead>
<tbody>
<tr>
<td>Registered shareholders</td>
<td>2,349</td>
</tr>
<tr>
<td>Registered voting rights</td>
<td>13,535,728</td>
</tr>
</tbody>
</table>

Shareholders represented 721 30.69 %

Voting rights represented 11,634,891 85.96 %

Resolution quorums

Unless the law or the Articles of Association provide otherwise, the Annual General Meeting passes resolutions by an absolute majority of the votes cast (excluding abstentions). This majority applies today to all agenda items.

The members of the Board of Directors and the Executive Board as well as related persons are not entitled to vote on agenda item 3.

Agenda item 1 Approval of the Annual Report and the Financial Report 2020 and acknowledgement of the Auditor’s report

The Board of Directors proposes to approve the Annual Report and the Financial Report 2020. The auditors did not make any additions to their report.


<table>
<thead>
<tr>
<th>Votes represented</th>
<th>11,634,891 votes</th>
</tr>
</thead>
<tbody>
<tr>
<td>Abstentions</td>
<td>11,890 votes</td>
</tr>
<tr>
<td>Cast votes</td>
<td>11,623,001 votes</td>
</tr>
<tr>
<td>Absolute majority</td>
<td>5,811,502 votes</td>
</tr>
<tr>
<td>Yes</td>
<td>11,602,405 votes</td>
</tr>
<tr>
<td>No</td>
<td>20,596 votes</td>
</tr>
<tr>
<td></td>
<td>99.82 %</td>
</tr>
</tbody>
</table>
Agenda item 2  Waiver of the payment of a dividend

The Board of Directors proposes to waive the payment of a dividend.

:\/: The General Meeting of Shareholders resolves to waive the payment of a dividend.

<table>
<thead>
<tr>
<th>Votes represented</th>
<th>11,634,891 votes</th>
</tr>
</thead>
<tbody>
<tr>
<td>Abstentions</td>
<td>8,891 votes</td>
</tr>
<tr>
<td>Cast votes</td>
<td>11,626,000 votes</td>
</tr>
<tr>
<td>Absolute majority</td>
<td>5,813,001 votes</td>
</tr>
<tr>
<td>Yes</td>
<td>11,582,450 votes</td>
</tr>
<tr>
<td>No</td>
<td>43,550 votes</td>
</tr>
<tr>
<td>Yes</td>
<td>99.63 %</td>
</tr>
</tbody>
</table>

Agenda item 3  Discharge of the members of the Board of Directors and the Executive Board

The Board of Directors proposes that discharge be granted to the members of the Board of Directors and the Executive Board for their activities in the financial year 2020. The members of the Board of Directors and the Executive Board as well as related persons are not entitled to vote on this agenda item.

:\/: The General Meeting resolves to grant discharge to the members of the Board of Directors and the Executive Board for their activities in the financial year 2020.

<table>
<thead>
<tr>
<th>Votes represented</th>
<th>11,630,099 votes</th>
</tr>
</thead>
<tbody>
<tr>
<td>Abstentions</td>
<td>16,945 votes</td>
</tr>
<tr>
<td>Cast votes</td>
<td>11,613,154 votes</td>
</tr>
<tr>
<td>Absolute majority</td>
<td>5,806,578 votes</td>
</tr>
<tr>
<td>Yes</td>
<td>11,539,034 votes</td>
</tr>
<tr>
<td>No</td>
<td>74,120 votes</td>
</tr>
<tr>
<td>Yes</td>
<td>99.36 %</td>
</tr>
</tbody>
</table>

Agenda item 4  Elections

The Chairman Dr. Ulrich Vischer and the members Hans-Kristian Hoejsgaard and Andreas Widmer step down from the Board of Directors at today's Annual General Meeting.

Agenda item 4.1  Board of Directors

The Board of Directors proposes to individually elect Markus Breitenmoser, Marco Gadola, Eleni Lionaki, James R. Murdoch, Jeffrey Palker and Andrea Zappia as members of the Board of Directors for a term of office of one year until the end of the Annual General Meeting 2022.
Agenda item 4.1.1  Markus Breitenmoser

://:  The Annual General Meeting elects Markus Breitenmoser as a member of the Board of Directors for a term of office of one year until the end of the Annual General Meeting 2022.

Votes represented 11,634,891 votes  
Abstentions 18,176 votes  
Cast votes 11,616,715 votes  
Absolute majority 5,808,359 votes  
Yes 11,585,469 votes  99.73 %  
No 31,246 votes

Agenda item 4.1.2  Marco Gadola

://:  The Annual General Meeting elects Marco Gadola as a member of the Board of Directors for a term of office of one year until the end of the Annual General Meeting 2022.

Votes represented 11,634,891 votes  
Abstentions 15,437 votes  
Cast votes 11,619,454 votes  
Absolute majority 5,809,728 votes  
Yes 11,318,618 votes  97.41 %  
No 300,836 votes

Agenda item 4.1.3  Eleni Lionaki

The Annual General Meeting elects Eleni Lionaki as a member of the Board of Directors for a term of office of one year until the end of the Annual General Meeting in 2022.

Votes represented 11,634,891 votes  
Abstentions 17,592 votes  
Cast votes 11,617,299 votes  
Absolute majority 5,808,651 votes  
Yes 11,367,306 votes  97.85 %  
No 249,993 votes

Agenda item 4.1.4  James R. Murdoch

://:  The Annual General Meeting elects James R. Murdoch as a member of the Board of Directors for a term of office of one year until the end of the Annual General Meeting 2022.
Votes represented 11,634,891 votes
Abstentions 14,671 votes
Cast votes 11,620,220 votes
Absolute majority 5,810,111 votes
Yes 11,379,508 votes 97.93 %
No 240,712 votes

**Agenda item 4.1.5  Jeffrey Palker**

://: The Annual General Meeting elects Jeffrey Palker as a member of the Board of Directors for a term of office of one year until the end of the Annual General Meeting 2022.

Votes represented 11,634,891 votes
Abstentions 17,143 votes
Cast votes 11,617,748 votes
Absolute majority 5,808,875 votes
Yes 11,338,664 votes 97.60 %
No 279,084 votes

**Agenda item 4.1.6  Andrea Zappia**

://: The Annual General Meeting elects Andrea Zappia as a member of the Board of Directors for a term of office of one year until the end of the Annual General Meeting 2022.

Votes represented 11,634,891 votes
Abstentions 17,616 votes
Cast votes 11,617,275 votes
Absolute majority 5,808,639 votes
Yes 11,456,927 votes 98.62 %
No 160,348 votes

**Agenda item 4.2  Chairman of the Board of Directors**

The Board of Directors proposes the election of Andrea Zappia as Chairman of the Board of Directors for a term of office of one year until the end of the Annual General Meeting 2022.

://: The Annual General Meeting elects Andrea Zappia as Chairman of the Board of Directors for a term of office of one year until the end of the Annual General Meeting 2022.
The Board of Directors proposes to individually elect Christoph Brutschin, Dr. Balz Hösly, Jeffrey Palker and Andrea Zappia as members of the Governance, Nomination and Compensation Committee (GNCC) for a term of office of one year until the end of the Annual General Meeting 2022.

Agenda item 4.3 Governance, Nomination and Compensation Committee (GNCC, Compensation Committee)

The Annual General Meeting elects Christoph Brutschin as a member of the GNCC for a term of office of one year until the end of the Ordinary General Meeting 2022.

Agenda item 4.3.1 Christoph Brutschin

://: The Annual General Meeting elects Christoph Brutschin as a member of the GNCC for a term of office of one year until the end of the Ordinary General Meeting 2022.

<table>
<thead>
<tr>
<th>Votes represented</th>
<th>11,634,891 votes</th>
</tr>
</thead>
<tbody>
<tr>
<td>Abstentions</td>
<td>22,780 votes</td>
</tr>
<tr>
<td>Cast votes</td>
<td>11,612,111 votes</td>
</tr>
<tr>
<td>Absolute majority</td>
<td>5,806,057 votes</td>
</tr>
<tr>
<td>Yes</td>
<td>11,339,302 votes 97.65 %</td>
</tr>
<tr>
<td>No</td>
<td>272,809 votes</td>
</tr>
</tbody>
</table>

Agenda item 4.3.2 Dr. Balz Hösly

://: The Annual General Meeting elects Dr. Balz Hösly as a member of the GNCC for a term of office of one year until the end of the Annual General Meeting 2022.

<table>
<thead>
<tr>
<th>Votes represented</th>
<th>11,634,891 votes</th>
</tr>
</thead>
<tbody>
<tr>
<td>Abstentions</td>
<td>21,280 votes</td>
</tr>
<tr>
<td>Cast votes</td>
<td>11,613,611 votes</td>
</tr>
<tr>
<td>Absolute majority</td>
<td>5,806,807 votes</td>
</tr>
<tr>
<td>Yes</td>
<td>11,345,726 votes 97.69 %</td>
</tr>
<tr>
<td>No</td>
<td>267,885 votes</td>
</tr>
</tbody>
</table>
Agenda item 4.3.3  Jeffrey Palker

://: The Annual General Meeting elects Jeffrey Palker as member of the GNCC for a term of office of one year until the end of the Ordinary General Assembly 2022.

- Votes represented: 11,634,891 votes
- Abstentions: 15,345 votes
- Cast votes: 11,619,546 votes
- Absolute majority: 5,809,774 votes
- Yes: 11,314,200 votes (97.37%)
- No: 305,346 votes

Agenda item 4.3.4  Andrea Zappia

://: The Annual General Meeting elects Andrea Zappia as member of the GNCC for a term of office of one year until the end of the Ordinary General Meeting 2022.

- Votes represented: 11,634,891 votes
- Abstentions: 15,530 votes
- Cast votes: 11,619,361 votes
- Absolute majority: 5,809,682 votes
- Yes: 11,427,487 votes (98.35%)
- No: 191,874 votes

Agenda item 4.4  Auditors

The Board of Directors proposes that KPMG AG, Basel, be elected as auditors for a term of office of one year, expiring after the completion of the Annual General Meeting 2022.

://: The Annual General Meeting elects KPMG AG, Basel as auditors for a term of office of one year until the end of the Annual General Meeting 2022.

- Votes represented: 11,634,891 votes
- Abstentions: 5,447 votes
- Cast votes: 11,629,444 votes
- Absolute majority: 5,814,723 votes
- Yes: 11,477,773 votes (98.70%)
- No: 151,671 votes
Agenda item 4.5 Independent proxy voting

The Board of Directors proposes to elect NEOVIUS AG, Advokaten und Notare, Basel as independent proxy for a term of office of one year until the end of the Annual General Meeting 2022.

://: The Annual General Meeting elects NEOVIUS AG, Advokaten und Notare, Basel as independent proxy for a term of office of one year until the end of the Annual General Meeting 2022.

Votes represented 11,634,891 votes
Abstentions 7,311 votes
Cast votes 11,627,580 votes
Absolute majority 5,813,791 votes
Yes 11,610,509 votes 99.85 %
No 17,071 votes

Agenda item 5 Approval of the remunerations of the Board of Directors and the Executive Board

Agenda item 5.1 Approval of the additional non-profit-related remuneration to the Board of Directors 2020

The Board of Directors proposes to approve the amount of CHF 174,834 as additional non-profit-related remuneration of the Board of Directors for the financial year 2020.

://: The Annual General Meeting approves the total amount of CHF 174,834 as additional non-profit-related remuneration of the Board of Directors for the financial year 2020.

Votes represented 11,634,891 votes
Abstentions 54,980 votes
Cast votes 11,579,911 votes
Absolute majority 5,789,957 votes
Yes 10,408,260 votes 89.88 %
No 1,171,651 votes

Agenda item 5.2 Approval of the total amount of non-profit-related remuneration to the Board of Directors 2022

The Board of Directors proposes to approve the total amount of CHF 660,000 of non-profit-related remuneration for the members of the Board of directors for the financial year 2022.
The Annual General Meeting approves the total amount of CHF 660,000 of non-profit-related remuneration for the members of the Board of directors for the financial year 2022.

<table>
<thead>
<tr>
<th></th>
<th>Votes represented</th>
<th>Abstentions</th>
<th>Cast votes</th>
<th>Absolute majority</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>11,634,891 votes</td>
<td>45,824 votes</td>
<td>11,589,067</td>
<td>5,794,535 votes</td>
<td>11,299,835 votes</td>
<td>289,232 votes</td>
</tr>
</tbody>
</table>

**Agenda item 5.3 Approval of a non-profit-related remuneration to members of the Executive Board as a supplement for the financial year 2021**

The Board of Directors proposes to approve the total amount of CHF 520,000 as a supplement to the non-profit-related remuneration 2021 for a possible retention bonus for members of the Executive Board for the financial years 2021 and 2022.

<table>
<thead>
<tr>
<th></th>
<th>Votes represented</th>
<th>Abstentions</th>
<th>Cast votes</th>
<th>Absolute majority</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>11,634,891 votes</td>
<td>20,727 votes</td>
<td>11'614'164</td>
<td>5,807,083 votes</td>
<td>10,440,861 votes</td>
<td>1,173,303 votes</td>
</tr>
</tbody>
</table>

**Agenda item 5.4 Approval of the total amount of non-profit-related remuneration to the Executive Board 2022**

The Board of Directors proposes to approve the total amount of CHF 2,800,000 (excluding retention bonus) of non-profit-related remuneration for the members of the Executive Board for the financial year 2022.

<table>
<thead>
<tr>
<th></th>
<th>Votes represented</th>
<th>Abstentions</th>
<th>Cast votes</th>
<th>Absolute majority</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>11,634,891 votes</td>
<td>47,319 votes</td>
<td>11,587,572</td>
<td>5,793,787 votes</td>
<td>11,393,133 votes</td>
<td>194,439 votes</td>
</tr>
</tbody>
</table>
CLOSING REMARKS

The Chairman of the Board of Directors, Dr Ulrich Vischer, who is stepping down at the end of the Annual General Meeting, says goodbye with personal words of thanks and good wishes for the future of the company.

For the minutes

The Chairman of the Board of Directors: Dr. Ulrich Vischer

The Secretary of the Board of Directors: Christian Jecker

Annex: Invitation with proposals and explanations of the agenda items.

Basel, April 28, 2021
(MCH_AGM-28-April-2021_Minutes_ENG.docx)
Invitation to the General Meeting
of MCH Group Ltd. on 28 April 2021
2:00 PM (CET), Congress Center Basel

The Board of Directors of MCH Group Ltd. cordially invites you to the ordinary Annual General Meeting 2021.

Please note that on-site attendance in person is not possible due to the current situation in connection with the Covid-19 pandemic. In order to protect the health of shareholders and employees, the Board of Directors has decided that the rights of shareholders may be exercised exclusively by appointing the independent proxy.

You have the opportunity to submit questions in writing in advance of the Annual General Meeting.

The answers to the questions and the results of the voting shall be recorded in the minutes, which shall be published on the MCH Group website after the meeting.

The information on the legitimation and exercise of voting rights as well as on the submission of questions can be found on the back of this page.

We thank you for exercising your voting rights via the independent proxy.

Basel, 31 March 2021

MCH Group Ltd.
Voting rights and exercise of shareholder rights

Shareholders who are entered in the share register on 20 April 2021 are entitled to exercise their voting rights or to issue their instructions to the independent proxy. From 21 April to and including 28 April 2021, the share register will be closed for registrations. Shareholders who sell their shares after 20 April 2021 are no longer entitled to vote or issue instructions for these shares at the upcoming Annual General Meeting.

Since, at the time of the invitation to the Annual General Meeting, events are prohibited in accordance with Art. 6 of the Ordinance on Measures during the Special Situation to combat the Covid-19 Epidemic and based on Art. 27 of the relevant Ordinance 3, the Board of Directors has ordered that, in order to protect their health, the legitimate shareholders can exercise their rights exclusively via the independent proxy.

Instructions to the independent proxy

You have two options for the instructions to the independent proxy:

1. You can use the enclosed instruction form and the return envelope. The form must be legally signed. Forms received after 26 April 2021 cannot be considered.

2. You can issue your instructions on the online platform of the Annual General Meeting (see below under “Online Platform”). Instructions to the independent proxy and changes in this regard are possible until the evening of 27 April 2021.

On 24 April 2020, the General Meeting of MCH Group Ltd. elected NEOVIUS AG, Advokaten und Notare, Hirschgässlein 30, 4051 Basel, as the independent proxy for the term of office until the conclusion of the next Annual General Meeting covering the 2020 business year.

The independent proxy will vote in accordance with the instructions you provide.

Question submission

Questions for the attention of the Annual General Meeting can be submitted until 20 April 2021 by email to ir@mch-group.com.

Online Platform

Open the page https://mch-group.shapp.ch on the Internet and then follow the guidance. You find your personal access data (identification and password) on the enclosed instruction form.

Contacts

For questions regarding the registration in the share register:

Share register of MCH Group Ltd
Martin Husi
Phone +41 58 206 22 70
martin.husi@messe.ch

For further questions:

Secretariat of the Board of Directors of MCH Group Ltd.
Christian Jecker
Phone +41 58 206 22 52
christian.jecker@mch-group.com
Agenda and motions of the Board of Directors


2. Waiver of the payment of a dividend
   The Board of Directors proposes to waive the payment of a dividend.

3. Discharge of the members of the Board of Directors and the Executive Board
   The Board of Directors proposes that discharge be granted to the members of the Board of Directors and the Executive Board for their activities in the 2020 financial year.

4. Elections

   4.1 Board of Directors
   The Board of Directors proposes to individually elect
   4.1.1 Markus Breitenmoser
   4.1.2 Marco Gadola
   4.1.3 Eleni Lionaki
   4.1.4 James R. Murdoch
   4.1.5 Jeffrey Palker
   4.1.6 Andrea Zappia
   for a term of office of one year until the end of the Annual General Meeting 2022.

   4.2 Chairman of the Board of Directors
   The Board of Directors proposes the election of Andrea Zappia as Chairman of the Board of Directors for a term of office of one year until the end of the Annual General Meeting 2022.

   4.3 Governance, Nomination and Compensation Committee (remuneration committee)
   The Board of Directors proposes to individually elect
   4.3.1 Christoph Brutschin
   4.3.2 Dr. Balz Höslv
   4.3.3 Jeffrey Palker
   4.3.4 Andrea Zappia
   for a term of office of one year until the end of the Annual General Meeting 2022.

   4.4 Auditors
   The Board of Directors proposes to elect KPMG AG, Basel as auditors for a term of office of one year until the end of the Annual General Meeting 2022.
4.5 Independent proxy

The Board of Directors proposes to elect NEOVIUS AG, Advokaten und Notare, Basel as independent proxy for the term of one year until the end of the Annual General Meeting 2022.

5. Approval of the remunerations of the Board of Directors and the Executive Board

5.1 Approval of the additional non-profit-related compensation to the Board of Directors 2020

The Board of Directors proposes to approve the amount of CHF 174,834 as additional non-profit-related remuneration of the Board of Directors for the financial year 2020.

5.2 Approval of the total amount of non-profit-related remuneration to the Board of Directors 2022

The Board of Directors proposes to approve the total amount of CHF 660,000 of non-profit-related remuneration for the members of the Board of directors for the financial year 2022.

5.3 Approval of a non-profit-related remuneration to members of the Executive Board as a supplement for the financial year 2021

The Board of Directors proposes to approve the amount of CHF 520,000 as a supplement to the non-profit-related remuneration 2021 for a possible retention bonus for members of the Executive Board for the financial years 2021 and 2022.

5.4 Approval of the total amount of non-profit-related remuneration to the Executive Board 2022

The Board of Directors proposes to approve the total amount of CHF 2,800,000 (excluding retention bonus) of non-profit-related remuneration for the members of the Executive Board for the financial year 2022.

Basel, 31 March 2021

Dr. Ulrich Vischer, Chairman
Agenda item 1:

The Covid-19 pandemic has greatly slowed down the positive development of the company. 39 of the 48 own and guest exhibitions planned in 2020 had to be cancelled, the hall and room rental business largely came to a standstill, and numerous orders in the Live Marketing Solutions segment were postponed or cancelled. However, with the strengthening of the capital base, the shareholder structure and the corporate management, as well as with the development of promising digital projects, it was possible to lay the foundation for overcoming the Corona crisis and for the turnaround in the company's development in the 2020 financial year. The Board of Directors and the Executive Board are working intensively on setting the course that will lead the MCH Group into a successful future.

Despite the extensive shutdown of its business activities, the MCH Group achieved an operating result of CHF 188.0 million in the 2020 financial year. This is, however, CHF 257.2 million, or almost 60%, below the figure for the previous year. The result before interests, taxes and depreciations (EBITDA) amounts to CHF -45.1 million (previous year CHF 22.1 million), the result (EBIT) to CHF -66.1 million (previous year CHF -2.7 million). The loss for the year amounts to CHF -72.2 million (previous year CHF -9.9 million).

Cash and cash equivalents total CHF 130.1 million as per the end of the 2020 financial year, thus securing the company’s continued existence beyond the current financial year. However, they decreased by CHF 8.2 million compared to the previous year despite the cash flow of CHF 71.1 million through the capital increase. Shareholders' equity totals CHF 67.3 million as per 31.12.2020, with an equity ratio of 16.8%.

At the moment, it certainly has to be assumed that no big live events will be able to take place in the first half of 2021. An improvement in the framework conditions can, however, be expected in the second half of 2021, with a return to normal in 2022. We must therefore expect another substantial loss in the 2021 financial year, although this will be significantly lower than the loss for 2020. The break-even point will therefore be shifted from the 2021 financial year to the 2022 financial year, when the 2019 level will be targeted.

You can find the annual report and the financial report at
or directly at
https://reports.mch-group.com/20/ar/en

Agenda item 4:
Elections

The Extraordinary General Meeting of 27.11. 2020 approved the revision of the Statutes, according to which the Board of Directors will in future consist of nine members – three delegates of the Canton of Basel-Stadt and the Canton and City of Zurich, three members of Lupa Systems and three further members. Following the completion of the capital increases, Karin Lenzlinger Diedenhofen, André Odermatt and Tanja Soland stepped down from the Board of Directors as of 21.12.2020, and the newly elected members Eleni Lionaki, James R. Murdoch and Jeffrey Palker took up their mandates.

As already announced, Dr. Ulrich Vischer, Chairman of the Board, will be stepping down from his office at the forthcoming Annual General Meeting. Dr. Ulrich Vischer was delegated to the Board of Directors by the Canton of Basel-Stadt from 1992 to 2005 as the then head of its Finance Department. Since 2006, he has been elected Chairman of the Board of Directors by the Annual General Meeting. At the Annual General Meeting, Hans-Kristian Hoejsgaard and Andreas Widmer will also step down from the Board of Directors. Hans-Kristian Hoejsgaard has been a member of the Board of Directors since 2019, where he is also a member of the Governance, Nomination and Compensation Committee (GNCC) and Chairman of the Strategy Committee (SC). Andreas Widmer has been a member of the Board of Directors and a member of the Strategy Committee (SC) since 2016.

The Board of Directors will propose to the Annual General Meeting that Andrea Zappia be elected a new member and Chairman of the Board of Directors. Andrea Zappia is Executive Vice President and Chief Executive Officer New Markets and Business of Sky Group. His responsibilities also include SkyStudios and SkyNews/SkyTG24. He started his career at the multinational Procter&Gamble company, where he held the post of European Group Marketing Manager. From 1996 to 2001, he was Global Sales and Marketing Director for Ferrari and Maserati. In 2003, he joined Sky Italia, where he held various executive positions before holding the post of CEO from 2011 to 2019. Andrea Zappia is 57 years old and an Italian citizen. He was born in Tripoli and grew up in Bologna, where he graduated in Economics.
The Board of Directors will further propose Marco Gadola to the Annual General Meeting for election as a new member of the Board of Directors and intends to appoint him as Vice Chairman upon election. Marco Gadola, born in 1963, Swiss and French citizen, has already been a member of the Board of Directors of the MCH Group and Chairman of the Audit Committee. He was CEO of the Straumann Group from 2013 to 2019 and is currently, among other things, Chairman of the Board of Directors of the DKSH Group and a member of the Board of Directors of various Basel-based companies such as Straumann, Medartis and Tally Weijl, as well as other companies.

In accordance with an agreement, the shareholders around Erhard Lee and LLB Swiss Investment AG can submit to the Board of Directors up to three candidates for a seat on the Board of Directors for the attention of the 2021 General Meeting. Based on the proposals received, the Board of Directors proposes Markus Breitenmoser for election as a member of the Board of Directors for a further year at the Annual General Meeting.

Agenda item 5:
Approval of the compensation of the Board of Directors and the Executive Board

The overall sum of a maximum of CHF 540,000 approved by the 2019 General Meeting, was exceeded by CHF 174,834. The reasons for this sum being exceeded are the numerous additional meetings of the Board of Directors as well as several additional meetings of the Audit Committee (AC), the Governance, Nomination, Compensation Committee (GNCC) and the Strategy Committee (SC) due to the strategic realignment, the necessary development and implementation of a comprehensive package of measures to strengthen the capital structure and the shareholder base as well as the personnel changes in the Executive Board. The Board of Directors therefore proposes an additional compensation in the total amount of CHF 174,834 for the financial year 2020.

The members of the Executive Board will waive their variable remuneration in 2020 and 2021. In return, the Board of Directors is authorising a retention bonus for members of the Executive Board for a total amount of CHF 520,000, subject to the approval of the Annual General Meeting on 28 April 2021. The payment of this bonus is subject to the condition that the beneficiary is still in permanent employment at MCH Group on 31 December 2022. Subject to this condition, the bonus will then be paid in December 2022. This payment is part of the fixed remuneration for the year 2022. However, the amount of CHF 520,000 will already be proposed to the 2021 General Meeting for approval as a supplement to the non-performance-related (fixed) remuneration in 2021.
Annual General Meeting of MCH Group Ltd. on 28 April 2021

Instructions to the independent proxy holder

With the instruction form

Complete the declaration of proxy below and the instruction form on the reverse side and use the enclosed envelope to return it.

Date: 

Signature*: 

Signature**: 

The declaration of proxy to the independent proxy requires a legally valid signature.

* If this form is validly signed but no general instruction or individual instructions are given on the reverse side, the independent proxy will follow the proposals of the Board of Directors.

** The second signature is mandatory if it is required for a legally valid declaration of proxy of legal entities.

Or online

Go to the following website: https://mch-group.shapp.ch

Identification: 

Password: 

Change of address

☐ My address has changed (please make corrections directly in the address field).
General instructions for all agenda items and motions as per invitation

- Yes, for the BoD motions
- No, against the BoD motions
- Abstention

Singular instructions
Singular instructions must only be issued if there is no general instruction or if they deviate from the general instruction. Individual instructions take precedence over general instructions.

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<th>No</th>
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Instruction for additional motions and amendments

- Yes
- No
- Abstention

- Motions from shareholders
- Motions from the Board of Directors