

MINUTES

**Annual General Meeting of the Shareholders of BOBST GROUP SA held on
Thursday April 4, 2019 at 5:00 p.m.
at the Competence Center – Bobst Group SA
CH-1031 Mex**

Mr. Alain Guttman, Chairman of the Board, welcomes the shareholders and opens the formal part of the Annual General Meeting.

Mr. Thomas Schönholzer, secretary of the Board of Directors, takes the minutes of the Annual General Meeting.

The independent representative pursuant to article 689c of the Swiss Code of Obligations is Ofisa SA (ch. des Charmettes 7, 1002 Lausanne), represented by Mr. Alexandre Pradervand.

The Chairman designates Ms. Andreane Jordan Meier and Mr. Philippe Miauton as vote counters.

The Chairman then states:

- that the General Meeting was convened in accordance with the articles of association including the following agenda:

1. Approval of the Annual Report, of the Company's Accounts and the Group's Consolidated Accounts for the Financial Year 2018
2. Discharge of the Members of the Board of Directors
3. Resolution on the Appropriation of Available Earnings on December 31, 2018 and Distribution of a Dividend
4. Re-elections to the Board of Directors
5. Re-election of the Remuneration and Nomination Committee
6. Approval of Remuneration
7. Re-election of the Auditors
8. Re-election of the Independent Representative

- that the convocation was published on March 11, 2019 in the press and the "Feuille Officielle Suisse du Commerce", and that the shareholders received the convocation and their registration card at the last address communicated to the Company;

- that the annual report was available for consultation at the domicile of the Company as from 27 February, 2019, and was also sent to the shareholders who have made the request;

- that the auditors are represented by Ms Corinne Pointet and Mr. Stéphane Jaquet of the company PricewaterhouseCoopers SA.

No shareholder has requested, within the time limit and according to the form prescribed by the articles of association, to put an item on the agenda.

All the formalities required by the law and the articles of association being accomplished, the Annual General Meeting is regularly constituted and ready to deliberate legitimately.

The secretary of the Board informs the assembly that the shareholders and the present representatives are 184, representing 12'391'829 of voting rights, 86.66% of total of shares registered in the share register of the company and 75.02% of the share capital.

The independent representative represents 3'503'397 voting rights. The shareholders represent 8'888'432 voting rights.

The shares of the Company are all registered shares with a nominal value of CHF 1.--.

The Chairman points out that the Annual General Meeting takes its decisions and proceeds to the elections with the majority of the voices allotted to the shares represented. Votes and elections are done by raised hand, except if the Chairman decides otherwise.

1. Approval of the Annual Report, of the Company's Accounts and the Group's Consolidated Accounts for the Financial Year 2018

The Chairman opens the discussion.

There are no questions or comments.

Ms Corinne Pointet takes the floor on behalf of PricewaterhouseCoopers SA and specifies that the auditors have no additional comment on this point.

The Chairman submits the following petition for resolution:

"The General Meeting approves the annual report as well as the Company's accounts and the Group's consolidated accounts for the financial year 2018."

This resolution is adopted with a strong majority.

(By the independent representative:

3 217 939 Yes
808 No
284 650 Abstentions).

2. Discharge of the members of the Board of Directors

The Chairman opens the discussion, by recalling that according to article 695 of the Swiss Code of Obligations, the officers who have cooperated with the management of the Company cannot take part in the decision relating to the discharge.

There are no questions or comments.

The Chairman submits the following petition for resolution:

“The General Meeting gives discharge to the members of the Board of Directors for their management during 2018.”

This resolution is adopted with a strong majority.

(By the independent representative:

3 200 855 Yes
10 705 No
285 293 Abstentions).

The Chairman confirms that the officers in charge of management and the members of the Board of Directors did not take part in the vote.

3. Resolution of the Appropriation of Available Earnings on December 31, 2018 and Distribution of a Dividend

The Board of Directors proposes to pay a dividend of CHF 1.50 (gross) per share.

The Chairman opens the discussion.

There are no questions or comments.

The Chairman submits the following petition for resolution:

“The General Meeting decides to pay a dividend of CHF 1.50 (gross) per share and to carry forward the balance of CHF 171 081 801.24.”

This resolution is approved with a strong majority.

(By the independent representative:

3 253 642	Yes
6 353	No
243 402	Abstentions).

4. Re-elections of the Board of Directors

The Chairman opens the discussion.

There are no questions or comments.

The Chairman asks Mr. Philip Mosimann, as Independent Director, to chair the Meeting for his own re-election. Mr. Philip Mosimann submits to the General Meeting the following petition for decision:

“The General Meeting re-elects Mr. Alain Guttman as a member of the Board of Directors of the Company until the end of the next General Meeting.”

The resolution is adopted with a strong majority.

(By the independent representative:

3 063 118	Yes
202 084	No
238 195	Abstentions).

The Chairman submits to the General Meeting the following petition for decision:

“The General Meeting re-elects Mr. Thierry de Kalbermatten as a member of the Board of Directors of the Company until the end of the next Annual General Meeting.”

The resolution is adopted with a strong majority.

(By the independent representative:

2 913 674 Yes
351 686 No
238 037 Abstentions).

The Chairman submits the following petition for decision:

“The General Meeting re-elects Mr. Gian-Luca Bona as a member of the Board of Directors of the Company until the end of the next Annual General Meeting.”

The resolution is adopted with a strong majority.

(By the independent representative:

2 606 404 Yes
657 986 No
239 007 Abstentions).

The Chairman submits the following petition for decision:

“The General Meeting re-elects Mr. Jürgen Brandt as a member of the Board of Directors of the Company until the end of the next Annual General Meeting.”

The resolution is adopted with a strong majority.

(By the independent representative:

3 085 477 Yes
178 725 No
239 195 Abstentions).

The Chairman submits the following petition for decision:

“The General Meeting re-elects Mr. as Philip Mosimann a member of the Board of Directors of the Company until the end of the next Annual General Meeting.”

The resolution is adopted with a strong majority.

(By the independent representative:

3 096 402 Yes
168 790 No
238 205 Abstentions).

The Chairman asks Mr. Philip Mosimann to chair the Meeting for his own re-election. Mr. Philip Mosimann submits to the General Meeting the following petition for decision:

“The General Meeting re-elects Mr. Alain Guttman as Chairman of the Board of Directors of the Company until the end of the next Annual General Meeting.”

The resolution is adopted with a strong majority.

(By the independent representative:

3 070 761 Yes
193 809 No
238 827 Abstentions).

5. Re-election of the Remuneration and Nomination Committee

The Chairman opens the discussion.

There are no questions or comments.

The Chairman submits the following petition for decision:

“The General Meeting re-elects Mr. Gian-Luca Bona as a member of the remuneration and nomination committee of the Company until the end of the next Annual General Meeting.”

The resolution is adopted with a strong majority.

(By the independent representative:

2 287 647 Yes
966 619 No
249 131 Abstentions).

The Chairman submits the following petition for decision:

"The General Meeting re-elects Mr. Thierry de Kalbermatten as a member of the remuneration and nomination committee of the Company until the end of the next Annual General Meeting."

The resolution is adopted with a strong majority.

(By the independent representative:

2 566 837	Yes
688 568	No
247 992	Abstentions).

6. Approval of remuneration

The Chairman opens the discussion.

There are no questions or comments.

6.1 Approval of the remuneration for the Board of Directors

The Chairman submits the following petition for decision:

"The General Meeting approves the remuneration of the Board of Directors for the period from the end of the Annual General Meeting 2019 until the end of the Annual General Meeting 2020, i.e. a maximum total of CHF 1 600 000."

The resolution is adopted with a strong majority.

(By the independent representative:

1 794 455	Yes
1 442 624	No
266 318	Abstentions).

6.2 Approval of the remuneration for the Group executive Committee for the financial year 2020

The Chairman submits the following petition for decision:

"The General Meeting approves the remuneration of the Group Executive Committee for the financial year 2020, i.e. a maximum total of CHF 7 000 000."

The resolution is adopted with a strong majority.

(By the independent representative:

2 684 668	Yes
552 460	No
266 269	Abstentions).

7. Re-election of the Auditors

The Board of Directors proposes to appoint as auditors PricewaterhouseCoopers SA for the year 2019.

The Chairman opens the discussion.

There are no questions or comments.

The Chairman submits the following petition for resolution:

“The General Meeting re-elects PricewaterhouseCoopers SA as auditors for the year 2019.”

The resolution is approved with a strong majority.

(By the independent representative:

3 254 133	Yes
15 277	No
233 987	Abstentions).

8. Re-election of the independent representative

The Chairman opens the discussion.

There are no questions or comments.

The Chairman submits the following petition for decision:

“The General Meeting re-elects the company Ofisa SA in Lausanne as independent representative of the Company until the end of the next Annual General Meeting.”

The resolution is adopted with a strong majority.

(By the independent representative:

3 270 385	Oui
1 088	Non
231 924	Abstentions).

At the end of the deliberations, the Chairman thanks the shareholders for their support and informs them that the next Annual General Meeting will be held on April 7, 2020.

The Annual General Meeting closed at 6:15 p.m.

The Chairman:

The Secretary: