

## Minutes

of the 98<sup>th</sup> Ordinary General Meeting of

### Forbo Holding Ltd

held on April 2, 2026, at 2:30 pm at the Casino in Zug, Artherstrasse 2, 6300 Zug<sup>1</sup>

Bernhard Merki, Chairman of the Board of Directors, opens the meeting and takes the chair.

At first, the Chairman mentions that the votes and elections will be conducted electronically, and he explains the handling of the electronic voting device. He then summarizes the business development in the past business year in his Chairman's address.

Johannes Huber, CEO, then reports on key activities, financial metrics and operational performance of the Forbo Group and its two divisions in 2025, presents the focus topics for the current business year and provides an outlook for 2026 before handing back to the Chairman.

Before the Chairman begins with the statutory part of the Ordinary General Meeting, he gives the shareholders the opportunity to comment on what has just been said or to make general comments that do not fit in with an individual agenda item and points out that the further course of the meeting will be recorded on tape.

A request to speak is made by Walter Grob from Bern:

*Mr. Grob would like to know why no revenues were disclosed for certain regions/continents in the Annual Report and why Forbo was not, or only insufficiently, represented in these regions.*

The Chairman explains that for strategic and competitive reasons, Forbo refrains from disclosing even more detailed geographical revenue figures. He emphasizes, however, that Forbo has a strong international presence and focuses its resources on those markets that are particularly relevant to Forbo from a business perspective.

*Mr. Grob furthermore wants to know why the share price and profit declined despite an increased headcount.*

The Chairman explains that the new Group Management has already implemented initial measures and is working with high priority on improving operational performance in order to regain shareholders' confidence and stabilize the share price.

As there are no further requests to speak, the Chairman moves on to the statutory part of the meeting and states that:

- the invitation with the agenda of the meeting was published in the Swiss Official Gazette of Commerce on March 12, 2026;
- the invitation and a summary of the 2025 Annual Report were directly sent to the addresses of the shareholders known to Forbo Holding Ltd;
- the Annual Report and the reports of the Statutory Auditor have been available for inspection at the registered office of Forbo Holding Ltd as from March 11, 2026; and

The Chairman further states that the 98<sup>th</sup> Ordinary General Meeting was duly convened and no requests by shareholders have been received.

The Chairman designates Karim Hanna, Head Corporate Legal Services and Corporate Compliance Officer, as Secretary pursuant to Clause 11 paragraph 2 of the Articles of Association and asks Tobias

---

<sup>1</sup> This is an unofficial translation of the German original.

flooring. movement.

Rohrbach (Société Générale Paris SA), Holger Reichert (Basler Kantonalbank), Brigitte Krapf (UBS) and Erika Puyal Heusser (Zürcher Kantonalbank) to act as vote counters. He explains that the vote counters will step in if the electronic voting system fails.

The Chairman further welcomes the present representatives of the Statutory Auditor, KPMG Ltd, Zurich – Michelle Bernet, Tino Hutter and Joel Wachter – as well as the independent proxy, René Peyer, attorney-at-law and notary public in Zug.

The Chairman then states that the General Meeting is duly constituted and, according to Clause 13 of the Articles of Association, competent to pass resolutions, irrespectively of the number of shareholders present and the amount of share capital represented.

No objection is raised against these findings.

The Secretary reads out the attendance notification<sup>2</sup>. He announces that, of the total share capital of CHF 148,500.00, divided into 1,485,000 registered shares at CHF 0.10 each, a total of 1,065,130 registered shares are directly or indirectly represented, which corresponds to a representation quorum of 71.73% of the total share capital. In addition, the Secretary announces that 158 shareholders are present in person and represent 456,925 registered shares and that the independent proxy represents a total of 608,205 registered shares.

The Chairman then moves on to the agenda items:

**Agenda item 1: Reporting on the 2025 business year**

**Agenda item 1.1: Annual Report, annual statements, and consolidated financial statements for the 2025 business year and receipt of the reports of the Statutory Auditor**

**A. Proposal of the Board of Directors**

The Board of Directors proposes to approve the Annual Report, the annual statements, and the consolidated financial statements for the 2025 business year and to receive the reports of the Statutory Auditor.

As there are no requests to speak the Chairman proceeds to vote on agenda item 1.1.

**B. Voting result**

The Chairman announces after the vote that the General Meeting has approved the proposal of the Board of Directors with a clear majority.

Detailed result:	<b>REPRESENTED</b>	<b>YES</b>	<b>NO</b>	<b>ABSTENTION</b>
	1,065,130	1,059,166	5,511	453

No objection is raised against this statement.

**Agenda item 1.2: Sustainability Report for the 2025 business year**

**A. Proposal of the Board of Directors**

The Board of Directors proposes to approve the Sustainability Report for the 2025 business year.

A request to speak is made by Walter Grob from Bern:

<sup>2</sup> The attendance notification as read out corresponds to the status as at 2:58 pm.

flooring. movement.

*Mr. Grob would like to know why the recycling content of certain products is significantly lower than that of other products.*

Johannes Huber, CEO, explains that the lower recycling content of certain products is due to their specific material properties, as these would change significantly if a higher proportion were used.

As there are no further requests to speak, the Chairman proceeds to the vote on agenda item 1.2.

### **B. Voting result**

The Chairman announces after the vote that the General Meeting has approved the proposal of the Board of Directors with a clear majority.

Detailed result:	<b>REPRESENTED</b>	<b>YES</b>	<b>NO</b>	<b>ABSTENTION</b>
	1,065,130	929,280	134,029	1,821

No objection is raised against this statement.

## **Agenda item 2: Discharge of the members of the Board of Directors and the Executive Board**

### **A. Proposal of the Board of Directors**

The Board of Directors proposes to grant discharge to the members of the Board of Directors and the Executive Board for the 2025 business year.

The Chairman points out that the members of the Board of Directors and people who have been involved in the company's management are excluded from the right to vote in connection with agenda item 2 and that therefore the number of represented shares and the absolute majority is reduced accordingly.

As nobody requests to speak, the Chairman proceeds to the vote on the discharge of the members of the Board of Directors and the Executive Board.

There is no opposition on the proposal of the Chairman to discharge all members of Board of Directors and the Executive Board altogether.

### **B. Voting result**

The Chairman announces after the vote that the General Meeting has approved the proposal of the Board of Directors with a clear majority.

Detailed result:	<b>REPRESENTED</b>	<b>YES</b>	<b>NO</b>	<b>ABSTENTION</b>
	593,960	524,030	1,731	68,199

No objection is raised against this statement.

## **Agenda item 3: Appropriation of available earnings**

### **A. Proposal of the Board of Directors**

The Board of Directors proposes a total distribution of CHF 25.00 per registered share and proposes to use the amount of CHF 365.1 million available to the Ordinary General Meeting (consisting of the 2025 net profit of CHF 11.3 million, retained earnings of CHF 413.4 million less the treasury shares in the amount of CHF 59.6 million), to distribute CHF 35.5 million as ordinary gross dividend of CHF 25.00 per registered share and to carry forward the amount of CHF 329.6 million.

The Chairman opens the discussion on agenda item 3.

flooring. movement.

A request to speak is made by Walter Grob from Bern:

*Mr. Grob requests that the Board of Directors refrain from making dividend distributions out of reserves in the next business year. Furthermore, he suggests that future presentation slides should also display the percentage breakdown of the voting results and not only the absolute numbers of yes votes, no votes and abstentions.*

The Chairman thanks him for his comments.

As there are no further requests to speak, the Chairman proceeds to the vote on the appropriation of available earnings.

### **B. Voting result**

The Chairman announces after the vote that the General Meeting has approved the proposal of the Board of Directors with a clear majority.

Detailed result:	<b>REPRESENTED</b>	<b>YES</b>	<b>NO</b>	<b>ABSTENTION</b>
	1,065,130	1,059,236	5,583	311

No objection is raised against this statement.

The Chairman mentions that dividends will be paid as from April 13, 2026.

### **Agenda item 4: Approval of remunerations**

The Chairman explains that detailed information on the different remunerations can be found in the remuneration report.

#### **Agenda item 4.1: Consultative vote on the 2025 Remuneration Report**

##### **A. Proposal of the Board of Directors**

The Board of Directors proposes to approvingly take note of the 2025 Remuneration Report in a consultative vote.

As nobody requests to speak, the Chairman proceeds to the vote on agenda item 4.1.

##### **B. Voting result**

The Chairman announces after the vote that the General Meeting has approved the proposal of the Board of Directors with a majority.

Detailed result:	<b>REPRESENTED</b>	<b>YES</b>	<b>NO</b>	<b>ABSTENTION</b>
	1,065,130	1,004,678	56,792	3,660

No objection is raised against this statement.

flooring. movement.



**Agenda item 4.2: Approval of the maximum total remuneration of the Board of Directors for 2027**

**A. Proposal of the Board of Directors**

The Board of Directors proposes to approve the amount of the maximum total remuneration to be paid to the Board of Directors for the 2027 business year of CHF 1,950,000 (including the usual social insurance contributions as well as lump-sum expenses).

The Chairman opens the discussion on agenda item 4.2.

As there are no further requests to speak, the Chairman moves on to the vote on the approval of the maximum total compensation for the Board of Directors for 2027.

**B. Voting result**

The Chairman announces after the vote that the General Meeting has approved the proposal of the Board of Directors with a large majority.

Detailed result:

REPRESENTED	SUBMITTED	YES	NO
1,065,130	1,063,043	947,291	115,752

No objection is raised against this statement.

**Agenda item 4.3: Approval of the maximum fixed remuneration of the Executive Board for 2027**

**A. Proposal of the Board of Directors**

The Board of Directors proposes to approve the amount of the maximum fixed remuneration to be paid to the Executive Board for the 2027 business year of CHF 2,420,000 (including the usual social insurance and pension fund contributions, as well as private company car use).

As nobody requests to speak, the Chairman proceeds to the vote on agenda item 4.3.

**B. Voting result**

The Chairman announces after the vote that the General Meeting has approved the proposal of the Board of Directors with a large majority.

Detailed result:

REPRESENTED	SUBMITTED	YES	NO
1,065,130	1,036,259	1,029,883	6,376

No objection is raised against this statement.

**Agenda item 4.4: Approval of the short-term variable remuneration (STI) of the Executive Board for 2025**

**A. Proposal of the Board of Directors**

The Board of Directors proposes to approve the amount of the short-term variable remuneration (STI) to be paid to the Executive Board for the 2025 business year of CHF 196,500 (including thereon accumulated old-age and survivor's contributions contained in the column "Other remuneration" in the 2025 Remuneration Report).

As nobody requests to speak, the Chairman proceeds to the vote on agenda item 4.4.

flooring. movement.

## B. Voting result

The Chairman announces after the vote that the General Meeting has approved the proposal of the Board of Directors with a large majority.

Detailed result:	<b>REPRESENTED</b>	<b>SUBMITTED</b>	<b>YES</b>	<b>NO</b>
	1,065,130	1,036,243	1,029,239	7,004

No objection is raised against this statement.

## **Agenda item 4.5: Approval of the maximum variable long-term remuneration (LTI) of the Executive Board for 2026**

### A. Proposal of the Board of Directors

The Board of Directors proposes to approve the amount of the maximum variable long-term remuneration (long-term incentive plan 2026 – 2028) to be paid to the Executive Board for the 2026 business year of CHF 1,210,000 (including the usual social insurance contributions).

As nobody requests to speak, the Chairman proceeds to the vote on agenda item 4.5.

### B. Voting result

The Chairman announces after the vote that the General Meeting has approved the proposal of the Board of Directors with a large majority.

Detailed result:	<b>REPRESENTED</b>	<b>SUBMITTED</b>	<b>YES</b>	<b>NO</b>
	1,065,130	1,061,623	1,037,402	24,221

No objection is raised against this statement.

## **Agenda item 5: Elections to the Board of Directors**

The Chairman explains that the General Meeting has to elect the members as well as the Chairman of the Board of Directors individually and that each election will be valid until the close of the next Ordinary General Meeting.

The Chairman explains that the vote on agenda items 5.1 to 5.7 will be carried out in a multi-voting procedure, i.e. each individually, but all seven agenda items will be voted on in one step.

### A. Proposals of the Board of Directors

The Chairman explains that the Board of Directors proposes to the General Meeting the re-election of Mr. Bernhard Merki as independent Chairman of the Board of Directors (agenda item 5.1).

The Chairman further explains that the Board of Directors also proposes the re-election of Mr. Michael Pieper (agenda item 5.2), Ms. Claudia Coninx-Kaczynski (agenda item 5.3), Mr. Jörg Kampmeyer (agenda item 5.4), Dr. Eveline Saupper (agenda item 5.5) and Mr. Vincent Studer (agenda item 5.6) as members of the Board of Directors.

Finally, the Chairman introduces Dr. Läber and explains that the Board of Directors proposes the election of Dr. Ilias Läber to the Board of Directors (agenda item 5.7).

The Chairman then opens the discussion on agenda item 5.

A request to speak is made by Walter Grob from Bern:

*Mr. Grob requests that the newly proposed candidate for election to the Board of Directors, Dr. Ilias Läber, briefly introduce himself in person prior to the vote.*

Dr. Ilias Läber is pleased to comply with this request and briefly introduces himself.

As there are no further requests to speak, the Chairman proceeds to the vote on agenda items 5.1 to 5.7 using the multi-voting procedure.

## **B. Voting results**

After the passing of the resolution, the Chairman announces that the General Meeting has approved the proposals of the Board of Directors with a predominant majority in each case.

Detailed results:

AGENDA ITEM	REPRESENTED	YES	NO	ABSTENT.
5.1 – RE-ELECTION BERNHARD MERKI	1,065,130	972,106	92,134	895
5.2 – RE-ELECTION MICHAEL PIEPER	1,065,130	907,348	151,727	6,060
5.3 – RE-ELECTION CLAUDIA CONINX-KACZYNSKI	1,065,130	936,444	126,542	2,149
5.4 – RE-ELECTION JÖRG KAMPMEYER	1,065,130	1,056,504	7,689	942
5.5 – RE-ELECTION DR. EVELINE SAUPPER	1,065,130	1,055,794	8,421	920
5.6 – RE-ELECTION VINCENT STUDER	1,065,130	779,354	283,600	2,181
5.7 – ELECTION DR. ILIAS LÄBER	1,065,130	1,054,738	9,924	473

No objection is raised against this statement.

The Chairman congratulates all those elected on their re-election respectively election. He notes that all those elected have accepted the election.

## **Agenda item 6: Elections to the Remuneration Committee**

The Chairman explains that the General Meeting elects the members of the Remuneration Committee individually and that each election will be valid until the close of the next Ordinary General Meeting.

The Chairman explains that the vote on agenda items 6.1 to 6.3 will again be conducted in a multi-voting procedure.

### **A. Proposals of the Board of Directors**

The Chairman explains that the Board of Directors proposes the re-election of Ms. Claudia Coninx-Kaczynski (agenda item 6.1), of Mr. Bernhard Merki (agenda item 6.2) as well as of Mr. Michael Pieper (agenda item 6.3) to the Remuneration Committee.

As there are no requests to speak, the re-election of Claudia Coninx-Kaczynski, Bernhard Merki and Michael Pieper as independent members of the Remuneration Committee is put to the vote by multi-voting procedure.

### **B. Voting results**

After the passing of the resolution, the Chairman announces that the General Meeting has approved the proposals of the Board of Directors with a predominant majority in each case.

flooring. movement.



Detailed results:

AGENDA ITEM	REPRESENTED	YES	NO	ABSTENT.
6.1 – RE-ELECTION CLAUDIA CONINX-KACZYNSKI	1,065,135	860,336	202,294	2,505
6.2 – RE-ELECTION BERNHARD MERKI	1,065,135	1,014,606	49,160	1,369
6.3 – RE-ELECTION MICHAEL PIEPER	1,065,135	830,890	227,775	6,470

No objection is raised against this statement.

The Chairman congratulates all those elected on their election. He notes that all those elected have accepted the election.

**Agenda item 7: Election of the Statutory Auditor**

**A. Proposal of the Board of Directors**

The Board of Directors proposes that the mandate of KPMG Ltd as Statutory Auditor be extended for a further year.

As nobody requests to speak, the Chairman proceeds to the vote.

**B. Voting result**

The Chairman announces after the vote that the General Meeting has approved the proposal of the Board of Directors with a clear majority.

Detailed result:

REPRESENTED	YES	NO	ABSTENTION
1,065,114	919,543	142,048	3,523

No objection is raised against this statement.

The Chairman explains that KPMG Ltd had provided a written acceptance of election for the event of its election. He states that KPMG Ltd has thus accepted the election.

**Agenda item 8: Election of the independent proxy**

**A. Proposal of the Board of Directors**

The Board of Directors proposes that Mr. René Peyer, attorney-at-law and notary public in Zug, be re-elected as independent proxy. The Chairman explains that René Peyer is a partner at Schweiger Advokatur und Notariat in Zug, that he has provided a written declaration of independence for the attention of the shareholders of Forbo Holding Ltd and that his election will be valid until the close of the next Ordinary General Meeting.

As nobody requests to speak, the Chairman proceeds to the vote.

**B. Voting result**

The Chairman announces after the vote that the General Meeting has approved the proposal of the Board of Directors with a clear majority.

Detailed result:

REPRESENTED	YES	NO	ABSTENTION
1,065,114	1,062,878	526	1,710

No objection is raised against this statement.

flooring. movement.

The Chairman explains that independent proxy had provided a written acceptance of election for the event of his election. He states that René Peyer has thus accepted the election.

The Chairman finally announces that the next Ordinary General Meeting will take place on Thursday, April 2, 2027, at the Casino in Zug, and closes the meeting at 3:58 pm.

Zug, April 2, 2026

The Chairman:  
Bernhard Merki

The Secretary:  
Karim Hanna