

# Agenda for the 98<sup>th</sup> Ordinary General Meeting of Forbo Holding Ltd

Thursday, April 2, 2026, at 2:30 pm (doors open 2 pm)  
Casino Zug, Artherstrasse 2, 6300 Zug

## **1. Reporting on the 2025 business year**

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

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.

### **1.2 Sustainability Report for the 2025 business year**

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

Explanatory notes: the relevant information on the Sustainability Report is to be found in the 2025 Annual Report on pages 43 to 105.

## **2. Discharge of the members of the Board of Directors and the Executive Board**

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.

## **3. Appropriation of available earnings**

The Board of Directors proposes the following appropriation of available earnings:

Net profit 2025	CHF million	11.3
Retained earnings	CHF million	413.4
Treasury shares	– CHF million	59.6
Total at the Ordinary General Meeting's disposal	CHF million	365.1
Distribution of an ordinary gross dividend of CHF 25.00 per registered share	CHF million	35.5
Balance to be carried forward	CHF million	329.6

Explanatory notes: if agenda item 3 is approved, dividends will be paid to all shareholders as of April 13, 2026. The distribution of the ordinary dividend is made net of the federal withholding tax of 35 percent. No distribution will be made for the treasury shares held by Forbo Holding Ltd or a subsidiary thereof on the record date, which is why the amount definitively specified for the distribution of the ordinary dividend respectively the balance to be carried forward may change.

#### **4. Approval of remunerations**

##### **4.1 Consultative vote on the 2025 Remuneration Report**

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

##### **4.2 Approval of the maximum total remuneration for the Board of Directors for 2027**

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

##### **4.3 Approval of the maximum fixed remuneration for the Executive Board for 2027**

The Board of Directors proposes to approve the amount of the maximum fixed remuneration for the Executive Board for the 2027 business year of **CHF 2,420,000** (including contributions to the usual social security schemes, occupational pensions, as well as private use of a company car).

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

The Board of Directors proposes to approve the amount of the variable remuneration for the Executive Board for the 2025 business year of **CHF 196,500** (including associated contributions to statutory social security contained in the column 'Other remuneration' in the 2025 Remuneration Report).

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

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

Explanatory notes: the relevant information on the Remuneration Report is to be found in the 2025 Annual Report on pages 131 to 158. In accordance with Article 735 CO and Clause 24 Paragraph 1 and 2 of the Articles of Association of Forbo Holding Ltd, the Ordinary General Meeting approves, on an annual basis, separately and with binding effect, the entire amount of the maximum fixed remuneration to be paid to the Board of Directors and the Executive Board for the business year that follows the Ordinary General Meeting, the amount of the variable remuneration to be paid to the Executive Board under a performance-based bonus program for the business year preceding the Ordinary General Meeting, and the entire amount of the maximum variable remuneration to be paid to the Executive Board under a long-term incentive plan for the current business year. Additional information on agenda items 4.2 to 4.5 can be found in the 2025 Remuneration Report on pages 142 to 152.

## **5. Elections to the Board of Directors**

### **5.1 Re-election of Bernhard Merki as independent Chairman of the Board of Directors**

The Board of Directors proposes that Bernhard Merki be re-elected as independent Chairman of the Board of Directors.

### **5.2 Re-election of Michael Pieper as an independent member of the Board of Directors**

The Board of Directors proposes that Michael Pieper be re-elected as an independent member of the Board of Directors.

### **5.3 Re-election of Claudia Coninx-Kaczynski as an independent member of the Board of Directors**

The Board of Directors proposes that Claudia Coninx-Kaczynski be re-elected as an independent member of the Board of Directors.

### **5.4 Re-election of Jörg Kampmeyer as an independent member of the Board of Directors**

The Board of Directors proposes that Jörg Kampmeyer be re-elected as an independent member of the Board of Directors.

### **5.5 Re-election of Dr. Eveline Saupper as an independent member of the Board of Directors**

The Board of Directors proposes that Dr. Eveline Saupper be re-elected as an independent member of the Board of Directors.

### **5.6 Re-election of Vincent Studer as an independent member of the Board of Directors**

The Board of Directors proposes that Vincent Studer be re-elected as an independent member of the Board of Directors.

### **5.7 Election of Dr. Ilias Läber as an independent member of the Board of Directors**

The Board of Directors proposes that Dr. Ilias Läber be elected as an independent member of the Board of Directors.

Explanatory notes: the brief curriculum vitae of the Board member newly proposed for election can be found at [www.forbo.com](http://www.forbo.com) → Investors → [Ordinary General Meeting](#). In accordance with Article 698 Paragraph 2 Clause 2 in conjunction with Article 710 Paragraph 1 CO respectively Article 698 Paragraph 3 Clause 1 in conjunction with Article 712 Paragraph 1 CO, the General Meeting elects the members of the Board of Directors as well as the Chairman of the Board of Directors, whereby the election will be valid until the close of the next Ordinary General Meeting. The independent members of the Board of Directors are considered independent as defined by the 'Swiss Code of Best Practice for Corporate Governance'.

## **6. Elections to the Remuneration Committee**

### **6.1 Re-election of Claudia Coninx-Kaczynski as an independent member of the Remuneration Committee**

The Board of Directors proposes to re-elect Claudia Coninx-Kaczynski as an independent member of the Remuneration Committee.

### **6.2 Re-election of Bernhard Merki as an independent member of the Remuneration Committee**

The Board of Directors proposes to re-elect Bernhard Merki as an independent member of the Remuneration Committee.

### **6.3 Re-election of Michael Pieper as an independent member of the Remuneration Committee**

The Board of Directors proposes to re-elect Michael Pieper as an independent member of the Remuneration Committee.

Explanatory notes: in accordance with Article 698 Paragraph 3 Clause 2 in conjunction with Article 733 CO, the General Meeting elects the members of the Remuneration Committee, whereby the election will be valid until the close of the next Ordinary General Meeting. The independent members of the Remuneration Committee are considered independent as defined by the 'Swiss Code of Best Practice for Corporate Governance'.

## **7. Election of the Statutory Auditor**

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

## **8. Election of the independent proxy**

The Board of Directors proposes that Mr. René Peyer, attorney-at-law and notary public in Zug, be re-elected as independent proxy.

Explanatory notes: in accordance with Article 689c Paragraph 1 CO, the General Meeting elects the independent proxy, whereby the election will be valid until the close of the next Ordinary General Meeting. The independent proxy meets the mandatory requirements on independence according to Article 689b Paragraph 4 CO.

## **Annual Report**

The 2025 Annual Report, including the business report, the financial statements, the consolidated financial statements, the Remuneration Report, the Corporate Governance Report, the Sustainability Report as well as the reports of the Statutory Auditor, is available for inspection by the shareholders at the registered office of the company from March 11, 2026. The Annual Report can also be downloaded from Forbo's website at [www.forbo.com](http://www.forbo.com) → [Investors](#) and will be sent by the company on request to any shareholder.

## **Invitation and right to vote**

The shareholders entered in the share register will receive notice of this meeting by regular mail or via the online platform of our share registrar if they have renounced receiving notifications by regular mail. A reply card as well as a summary of the Annual Report is attached to that notice. The entries in the share register on March 30, 2026, shall determine the right to vote at the Ordinary General Meeting. The last requests for transfers in the share register will be accepted up to March 27, 2026, 4 pm. Thereafter, the share register will be closed.

## **Granting of proxies and instructions**

Shareholders who do not wish to attend the Ordinary General Meeting in person may be represented either by their legal representative or by an authorized third party. To grant the proxy, shareholders can either use the reply card enclosed with the invitation, or they can use the proxy form on the back of the admission card. Shareholders will receive the admission card after they have returned the reply card.

In addition, shareholders may appoint Mr. René Peyer, attorney-at-law and notary public, Schweiger Advokatur/Notariat, Dammstrasse 19, 6300 Zug, as an independent proxy exercising voting rights as defined by Article 689c CO. To grant power of attorney, the proxy provided on the reply card is to be signed and sent to the independent proxy together with the relevant instructions.

The shareholders of Forbo Holding Ltd can grant proxies and instructions to the independent proxy electronically via the online platform (SisVote) of our share registrar. Furthermore, the shareholders can register for the Ordinary General Meeting and order the admission card and other documents via this platform. Shareholders who don't have a SisVote account have to register on the online platform first. The personalized access data required for this can also be found on the reply card.

Baar, March 11, 2026

Forbo Holding Ltd  
On behalf of the  
Board of Directors



Bernhard Merki  
Chairman

In this document, gender-specific wording has mostly been disregarded solely for the sake of better readability. The masculine forms used are to be understood as gender-neutral.

**flooring. movement.**

