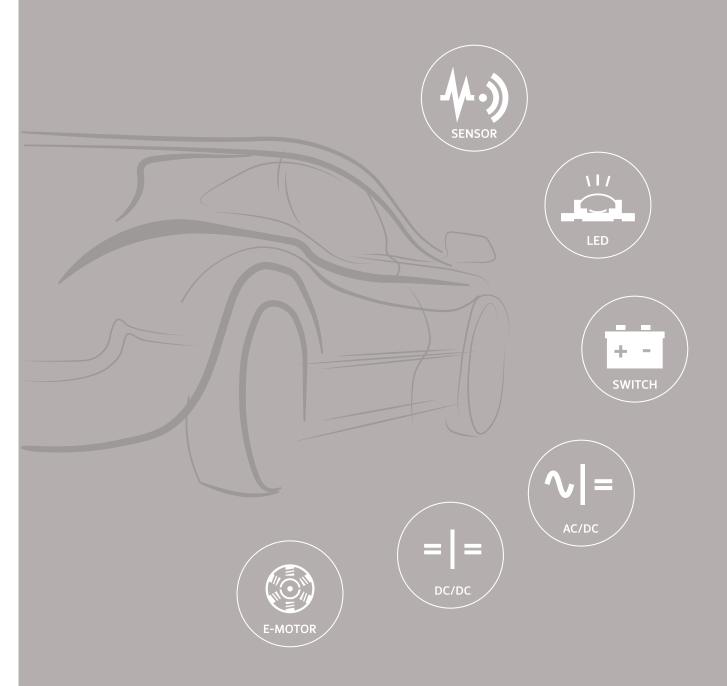


# SENSOR AND POWER PCB SOLUTIONS



CORPORATE GOVERNANCE REPORT AND CORPORATE GOVERNANCE STATEMENT

# CORPORATE GOVERNANCE REPORT AND CORPORATE GOVERNANCE STATEMENT

The principles of responsible and good corporate governance determine the activities of the management and control bodies of the Schweizer Group and Schweizer Electronic AG. In this statement, the Executive Board reports on corporate governance in accordance with Section 289f in conjunction with Section 315d of the HGB. At the same time, the Executive Board and Supervisory Board report on the corporate governance of the company in accordance with item 3.10 of the German Corporate Governance Code.

Schweizer Electronic AG is a listed company in accordance with German law and therefore has a dual management system, comprising the Executive Board and the Supervisory Board.

The Executive Board of Schweizer Electronic AG and the management of the Group subsidiaries lead the company in accordance with the statutory provisions, the articles of association and the rules of the Board.

The Supervisory Board monitors, advises and supports the Executive Board in its activities. The rules of both Boards regulate aspects such as this cooperation. With the German Corporate Governance Code, a standard for the transparent control and management of companies was established, which is focussed particularly on the interests of the shareholders. Many of the corporate governance principles in the GCGC have been complied with for quite some time already.

### Compliance

Compliance with legal regulations, internal company guidelines and ethical principles is indispensable and a matter of course for Schweizer.

The Executive Board fosters a corporate culture in which reliability, honesty, credibility and integrity are the cornerstones of actions.

In the context of the established risk management system, the Executive Board not only ensures that existing legal regulations and company guidelines and principles are complied with, but also provides for an environment in which

any risks are identified at an early stage and measures are taken, thereby guaranteeing lawful conduct and minimising risks. Directives on competition law, insider regulations, fair competition, foreign trade legislation, export controls and the avoidance of corruption are made available to employees and form part of the corporate processes. Besides the general conditions of purchase, the existing supplier guidelines and evaluations, as well as the Conflict Minerals Policy, form the basis for a responsible supply chain.

Periodic evaluations of specific compliance risks are carried out using checklists, the necessary measures are taken and verified by certification companies.

Information on the implementation of the CSR Guidelines Implementation Act can be found in the Non-Financial Statement as separate chapter of the Annual Report 2017 and are provided on the website <a href="https://www.schweizer.ag/en/about-us/corporate-social-responsibility.html">www.schweizer.ag/en/about-us/corporate-social-responsibility.html</a>.

The Declarations of Compliance made by Schweizer Electronic AG have been made available to all interested parties on the company web page www.schweizer.ag/en/investor-relations/corporate-governance.html.

The Executive Board and the Supervisory Board addressed the recommendations and suggestions of the German Corporate Governance Code once again in the 2017 financial year.

### COMPLIANCE DECLARATION PURSUANT TO $\S$ 161 STOCK CORPORATION ACT

(Aktiengesetz)

(Status: December 2017)

The Executive Board and Supervisory Board of Schweizer Electronic AG (hereinafter "Company") make the following compliance declaration pursuant to § 161 Stock Corporation Act with respect to the recommendations of the "Government Commission for the German Corporate Governance Code" and will ensure that this is published on the Company's homepage. The Executive Board and Supervisory Board of Schweizer Electronic AG made the last compliance declaration pursuant to § 161 Stock Corpora-

tion Act in May 2017. The following declaration refers to the recommendations of the German Corporate Governance Code ("Code") in its version of 7 February 2017 which was published in the Federal Gazette on 24 April 2017 and corrected on 19 May 2017.

The Executive Board and Supervisory Board of Schweizer Electronic AG declare that the recommendations of the Code have been complied with since the last compliance declaration was submitted in May 2017, except for the following points:

Code No. 4.2.2: No. 4.2.2 para. 2 sentence 3 of the Code recommends that the Supervisory Board shall consider the ratio of Management Board remuneration to the remuneration paid to the senior management and entire staff, including its development over time when determining the total remuneration for the Management Board members. The Supervisory Board, as in the past, has not fully complied with this recommendation, even when concluding the new director's service contracts in June 2017. When concluding the director's service contracts, the Supervisory Board, in compliance with the requirements of the Stock Corporation Act, did ensure that the total emoluments granted to Executive Board members do not exceed the usual remuneration without special reasons. However, the Company deviates to the extent that the Code specifies this review of vertical appropriateness of the Management Board remuneration, which is required under the Stock Corporation Act as well, and sets out in detail relevant comparison groups and the timescale for the comparison. The Supervisory Board considers hat the requirements of the recommendation are too vague. In particular, the Supervisory Board lacks specific indications of how to separate upper management from lower management and relevant staff from irrelevant staff. It is also unclear which timescale and which perspective are to be considered in the "development over time". The Supervisory Board thus maintains that the previously recognised measures used to determine Executive Board remuneration are sufficient to guarantee adequate total remuneration of Executive Board members.

Code No. 4.2.3: No. 4.2.3 para. 2 sentence 8 of the Code recommends that subsequent amendments to the performance targets or comparison parameters shall be excluded with regard to variable remuneration components. This recommendation has not been complied with. The remuneration provisions which are applicable at present and in the future stipulate that in the event of exceptional developments carried out by the Company (such as e.g. reorganisation measures, repurchase of shares, acquisition and/or sale of companies and operations, realisation of hidden reserves) that have a significant impact on the achievability of the target figures of the intended variable remuneration, the Supervisory Board is entitled to unilaterally adjust the terms of the contract and other variable remuneration parameters. The Executive Board and Supervisory Board consider that such a provision makes sense and is required to reasonably neutralise the consequences of such exceptional developments. The recommendation in 4.2.3 para. 4 sentence 1 when concluding director's service contracts to ensure that payments made to an Executive Board member on premature termination of the contract, including fringe benefits, do not exceed the value of two years' remuneration (severance pay cap) and compensate no more than the remaining term of the contract, has not been complied with. The director's service contracts of the Executive Board members of Schweizer Electronic AG do not contain such a provision. The Executive Board and Supervisory Board consider that such a provision does not make sense as even in this case an Executive Board member could refuse to give his consent to the termination of activity on the Executive Board and could insist on payment of his remaining claims under the director's service contract. We are also convinced that the Supervisory Board will sufficiently bear the Company's interests in mind when negotiating with an Executive Board member who is prematurely leaving the Company and will not grant an unreasonable severance payment. Thus, the recommendation in 4.2.3 para. 4 sentence 3 (severance pay cap) is not complied with.

No. 4.2.3 para. 5 of the Code recommends that benefit commitments made in connection with the early termination of a Management Board member's activity due to a change of control (Change of Control) shall not exceed 150% of the severance cap valued at two years' remuner-

ation (i.e. a total of three years' remuneration). This recommendation has not been complied with. Until midnight on 30 June 2017, an Executive Board member of Schweizer Electronic AG under the director's service contract was entitled in the event of early termination of his activity due to a change of control to a severance payment which was not limited to three years' remuneration. The Executive Board and Supervisory Board considered that such a limit would have restricted Schweizer Electronic AG or its Supervisory Board in the selection of suitable candidates for a position on the Executive Board as in some cases higher benefit commitments made in connection with the early termination of an Executive Board member's activity due to a change of control are demanded than are recommended in No. 4.2.3 para. 5 of the Code. With effect from 1 July 2017 both Executive Board members under the director's service contract are entitled, in the event of early termination of their activity due to a change of control, to a severance payment which is limited to three years' remuneration, so the recommendation in No. 4.2.3 para. 5 is basically complied with. However, the annual remuneration will not be calculated - as stipulated in the Code - on the basis of the total remuneration for the past financial year and if appropriate also on the basis of the expected total remuneration for the current financial year. Instead, the calculation will be based on the average total remuneration of the last three financial years before the director left the Company. The Executive Board and Supervisory Board consider that calculating the severance cap on the basis of the average of several years of annual remuneration is more meaningful and appropriate than on the basis of the total remuneration of only the past financial year and possibly the current financial year. In the light of this, as a precautionary measure we declare a deviation from No. 4.2.3 para. 5 of the Code in conjunction with No. 4.2.3 para. 4 sentence 3 of the Code for the period from 1 July 2017.

Code No. 5.1.2: No.5.1.2 para. 2 sentence 3 of the Code recommends that an age limit is specified for the members of the Management Board. This recommendation has not been complied with. The Executive Board and Supervisory Board maintain that it does generally not make sense to specify an age limit for members of the Executive Board. Instead, what is important is competence, expertise and experience which do not depend on age.

Code No. 5.3.1, 5.3.2 and 5.3.3: The Company has neither the Audit Committee recommended in 5.3.2, nor the Nomination Committee recommended in 5.3.3. The Supervisory Board does not think it makes sense or is necessary to set up such committees at a company the size of Schweizer Electronic AG with a Supervisory Board of only six members. The tasks assigned to the Audit Committee and the Nomination Committee and the other tasks dealt with by the Supervisory Board can be easily dealt with by the Supervisory Board as a whole, provided they have not been passed on to the existing personnel and financial committee of the Supervisory Board. The only committee which exists is the personnel and financial committee of the Supervisory Board. Owing to the size of the Company and the size of the Supervisory Board of Schweizer Electronic AG, the Supervisory Board considers that it does not make sense and it is not necessary to set up any other committees. By setting up the personnel and financial committee, the Supervisory Board has therefore satisfied the recommendation in No. 5.3.1 sentence 1 of the Code (the forming of committees of members with relevant specialist expertise depending on the specific circumstances of the Company and the number of its members). As an utmost precaution, we declare a deviation from this recommendation of the Code.

Code No. 5.4.1: No. 5.4.1 para. 2 sentences 1 and 2 of the Code recommend that the Supervisory Board shall determine concrete objectives regarding its composition including an age limit for members of the Supervisory Board and a regular limit to Supervisory Board members' term of office. These recommendations have not been complied with. The Supervisory Board considers that it does not make sense to generally determine an age limit for members of the Supervisory Board. Instead, what is important is competence, expertise and experience which do not depend on age. The Supervisory Board has therefore not specified an age limit when determining specific objectives regarding its composition. The Supervisory Board does not consider it expedient to set a limit for the length of time served on the Supervisory Board. Those Supervisory Board members affected by such a limit have in-depth knowledge of the Company and long-standing experience from which the Company profits. Another term of office should therefore always be decided on a case-by-case basis.

No. 5.4.1 paras. 6 to 8 of the Code recommend that in its election proposals the Supervisory Board shall disclose to the General Meeting the personal and business relationships of every candidate with the company, the governing bodies of the company and any shareholders with a material interest in the company. This recommendation has not been complied with as the Supervisory Board considers that requirements of the Code with regard to the reporting duty are vague and not clearly defined. In the light of this, such reporting does not make sense.

Code No. 5.4.6: No. 5.4.6 para. 2 sentence 2 of the Code recommends that any performance-related remuneration granted to Supervisory Board members shall be linked to sustainable growth of the company. This recommendation has not been complied with as the performance-related remuneration granted to Supervisory Board members is linked to the dividends paid out for the respective financial year. The Executive Board and Supervisory Board consider that by linking performance-related remuneration to dividends the Supervisory Board is acting with the appropriate responsibility required to sustain growth at the Company and under the existing remuneration provision there is adequate incentive for Supervisory Board members when exercising their office to focus on the long-term and successful development of the Company.

Code No. 7.1.2: No. 7.1.2 sentence 3 of the Code recommends that the consolidated financial statements and group management report are made publicly accessible within 90 days from the end of the financial year. This recommendation has not been complied with. Compliance with the 90 day period is not possible owing to the time involved in preparing the consolidated financial statement and group management report. However, the consolidated financial statement and group management report have been disclosed within the statutory period.

Schramberg, December 2017
Schweizer Electronic AG
Executive Board
Supervisory Board

### THE STRUCTURE OF THE COMPANY MANAGEMENT AND MONITORING IS AS FOLLOWS:

### Shareholders and annual general meeting

Shareholders in Schweizer Electronic AG exercise their rights at the annual general meeting of the company, which takes place in the first eight months of the financial year. The Chair of the Supervisory Board presides over the annual general meeting. The annual general meeting decides on all the tasks assigned to it by the law.

It is the goal of Schweizer to make it as easy as possible for shareholders to participate in the annual general meeting, which is why all documents necessary for participation are published online in advance. A proxy is named for the shareholders for the annual general meeting; this proxy can exercise their voting rights according to their instructions.

### **Supervisory Board**

Under the Articles of Association, the Supervisory Board of Schweizer Electronic AG is made up of six members, of whom two are elected by the company employees in accordance with the provisions of the law with respect to the German One-Third Employee Representation Act (Drittelbeteiligungsgesetz) and the remaining four by the annual general meeting. All the members of the Supervisory Board have been elected until the annual general meeting in 2019.

## Targets for the composition and competence profile for the Supervisory Board

On 19 June 2017, taking into account the recommendations of the German Corporate Governance Code, the Supervisory Board decided on the targets for its composition, including a competence profile for the entire body. According to the decision, the composition of the Supervisory Board of Schweizer Electronic AG should be such that qualified control of and advice to the Executive Board is ensured by the Supervisory Board.

The candidates proposed for election to the Supervisory Board should be in a position, based on their knowledge, skills and experiences, to carry out the tasks of a Supervisory Board member in an international company and to preserve the company's public reputation. In this respect, the personality, loyalty, commitment and professionalism

of the person proposed for election should be taken into account in particular.

The aim is to have on the Supervisory Board as a whole all the knowledge and experience that are regarded as significant given the activities and business fields of SCHWEIZER. Among other things, this includes knowledge and experience in the areas of general business management, corporate strategy and management, technology, production and sales, finance (including accounting), human resources and law (including compliance and supervisory law). Should new appointments need to be made, care must be taken to determine which of the desired knowledge and skills should be strengthened.

The Supervisory Board decided on the following objectives to be achieved when constituting the board:

- a minimum of one seat on the Supervisory Board for persons that particularly embody the criterion of internationality (for example, through foreign nationality, relevant experience abroad or relevant experience in international business);
- not more than two seats on the Supervisory Board for persons who undertake an advisory function or executive body function for customers, suppliers, lenders or other business partners of Schweizer Electronic AG; this will limit potential conflicts of interest on the Supervisory Board;
- a minimum of three seats on the Supervisory Board for independent members of the Supervisory Board in terms of Code No. 5.4.2, i.e. a minimum of one seat on the Supervisory Board for independent shareholder representatives and a minimum of two seats on the Supervisory Board for independent employee representatives (the Supervisory Board estimates that employee representatives will in principle be independent members of the Supervisory Board);
- a minimum of one seat on the Supervisory Board to be occupied by a woman.

## Implementation of targets and fulfilment of the competence profile

In its current composition, the Supervisory Board meets all the aforementioned targets regarding composition and fulfilment of the competence profile. The Supervisory Board as a whole has all the technical and personal qualifications regarded as required and is familiar with the business fields of SCHWEIZER. The Supervisory Board's diversity is appropriate. The objective of having one female Supervisory Board member has been met since 7 July 2017 with the election of Ms Karin Sonnenmoser (CFO of Zumtobel Group AG) to the Supervisory Board and Finance Committee.

In addition, the Supervisory Board has an appropriate number of independent members. In the assessment of the Supervisory Board, it should have at least three independent Supervisory Board members, of whom at least one shareholder member is independent. In the assessment of the Supervisory Board, it currently has two independent shareholder representatives, Mr Michael Kowalski and Ms Karin Sonnenmoser.

Information on the members of the Supervisory Board regarding the existing Personnel and Finance Committee and the activities and mandates carried out by the members can be found in the notes to the annual financial statements and at <a href="https://www.schweizer.ag/en/about-us/supervisory-board.html">www.schweizer.ag/en/about-us/supervisory-board.html</a>.

The Chair and Vice-Chair of the Supervisory Board are elected from among the members of the Supervisory Board.

The Supervisory Board appoints the members of the Executive Board. It monitors and advises the Executive Board in the leadership of the company. The key decisions made by the Executive Board require the approval of the Supervisory Board. The Supervisory Board meets at least four times a year and meets without the Executive Board if required.

There is also a Personnel and Finance Committee consisting of three members of the Supervisory Board, the Supervisory Board Chair and two other shareholder representatives. The committee chair subsequently informs the Supervisory Board plenum of the consultations and resolutions of the committee. The Supervisory Board adopts the

financial statements, approves the consolidated financial statements and appoints the auditor. Further details can be found in the Supervisory Board Report.

The Remuneration Report provides information on the essential features of the Supervisory Board remuneration system.

D&O insurance with an excess has been concluded for the Supervisory Board.

#### **Executive Board**

As a governing body of the Group, the Executive Board is committed to serving the company's interests and increasing its value in a sustainable manner. The Executive Board develops the strategic direction of the company, consults on and agrees same with the Supervisory Board and ensures its implementation. The Executive Board ensures appropriate risk management and controlling in the company. The Executive Board leads the company under its own responsibility. The body comprised three members until 1 February 2017 and since then has had two members. Further information regarding the areas of responsibility and resumes of the Executive Board members can be found on the company's website at www.schweizer.ag/en/about-us/executive-board.html.

The Executive Board informs the Supervisory Board regularly, promptly and comprehensively with regard to all relevant issues regarding strategy, planning, business development, risk situation, risk management and compliance.

The Remuneration Report provides information on the essential features of the Executive Board remuneration system.

D&O insurance with an excess has been concluded for the Executive Board.

### Diversity

As an international company, diversity and intercultural collaboration are essential factors of our business success. Diversity is firmly anchored in our corporate strategy. The term "diversity" incorporates diversity regarding cultural origin, religion, ethnic background, age, gender and sexual orientation as well as differences regarding professional

background, experience and ways of thinking.

According to the recommendations of the German Corporate Governance Code, the Executive Board should take care to observe diversity when appointing managers in the company and thereby, in particular, aim for appropriate consideration of women. The Supervisory Board should also ensure diversity in the composition of the Executive Board. The same applies to the composition of the Supervisory Board. Pursuant to the German Act on Equal Participation of Women and Men in Leadership Positions in the Private and Public Sector, Schweizer Electronic AG – a listed company and subject to the German One-Third Employee Representation Act – is obligated to set its own targets for the proportion of women in its management positions.

The diversity concept pursued with respect to the composition of the executive bodies of Schweizer Electronic AG provides that the Supervisory Board observes diversity as a whole in the composition of the Executive Board in addition to the professional competence, experience and leadership quality of the candidates and, in doing so, aims for an appropriate percentage of women. When evaluating potential candidates for appointment to vacant Executive Board positions, qualified women are included in the selection process and considered appropriately. Adequate diversity is also observed with respect to the composition of the Supervisory Board. According to the targets set by the Supervisory Board for the percentage of women on the Supervisory Board, at least one seat on the Supervisory Board should be reserved for women. When selecting members of the Executive Board or Supervisory Board, criteria such as professional and social competence, international experience and suitability in terms of character are primary considerations. In addition, when considering the composition of the Executive Board and Supervisory Board, a balanced age structure is observed without a fixed age limit being set. Newly appointed members of executive bodies should have an appropriate educational background for the respective position. Executive Board members should have many years of professional experience in industries relevant to the company.

The objective of the diversity concept is to gain the most suitable candidates from a professional and personal point

of view for a mandate as Executive Board and Supervisory Board members of the company as well as for all leadership positions and thereby strive for a diverse composition. Overall, the executive bodies should have a variety of professional and cultural backgrounds and international experience. The diversity concept is implemented such that, when considering potential candidates for an appointment to the Executive Board or Supervisory Board, the mentioned criteria of the diversity concept are taken into account appropriately in the selection process at an early stage.

In financial year 2017, the implementation of the diversity concept already started was consistently continued: In the annual general meeting 2017, Ms Karin Sonnenmoser and Mr Chris Wu were elected as members of the Supervisory Board with the result that the targets set by the Supervisory Board for the proportion of women on the Supervisory Board have since been reached and that, in addition, the criterion of internationality required by the Supervisory Board was met.

### Act on Equal Participation of Women and Men in Leadership Positions in the Private and Public Sector

The German Act on Equal Participation of Women and Men in Leadership Positions in the Private and Public Sector, which entered into force on 1 May 2015, prescribes a minimum quota of 30% for men and women (referred to as the gender quota) on the Supervisory Boards of listed companies subject to parity codetermination. For companies such as Schweizer Electronic AG that are publicly listed or subject to codetermination (including under the One-Third Employee Representation Act [Drittelbeteiligungsgesetz]), an obligation has been introduced whereby they themselves must set targets for the proportion of women on the Supervisory Board and Executive Board and at the two highest management levels. The company has to observe a "no deterioration" rule.

In June 2015, for the percentage of women on the Supervisory Board and Executive Board, the Supervisory Board determined that at least one seat on the Supervisory Board and at least one Executive Board position should be reserved for women. The stipulated targets were to be achieved by 30 June 2017. The target set for the percentage of women on the Supervisory Board was not achieved

during the reference period. Since Ms Kristina Schweizer left the Supervisory Board in September 2015, there have been no women on the Supervisory Board. When filling the vacant Supervisory Board mandate, the Supervisory Board proposed to the annual general meeting the replacement member elected until then, Dr. Stephan Zizala, in order to further strengthen the market and technology competence of the Supervisory Board on the basis of his broad industry experience in the semiconductor and automotive sectors. At the same time, Ms Karin Sonnenmoser was proposed as a replacement for a Supervisory Board member. The two candidates were elected as a Supervisory Board member and replacement member at the annual general meeting held on 1 July 2016. Since the election of Ms Karin Sonnenmoser as a Supervisory Board member during the annual general meeting held on 7 July 2017, the Supervisory Board again has a female member. The target set for the percentage of women on the Executive Board was not achieved during the reference period. Since Dr. Maren Schweizer left the Executive Board on 1 February 2017, there have been no women on the Supervisory Board. The Supervisory Board has not made any decision regarding a potential addition to the Executive Board since that time.

In June 2015, for the percentage of women at the main management level below the Executive Board, the Supervisory Board stipulated that at least one position on this management level should be filled by a woman. This target was to be achieved by 30 June 2017. A second management level below the Executive Board is not defined as such at Schweizer Electronic AG. The target set for the percentage of women at the main management level below that of the Executive Board was achieved by 31 May 2017. When reviewing potential successor candidates for the position on this management level that became vacant since the departure of Ms Simone Brisach in May 2017, qualified women were included in the selection process. Due to organisational changes, professional suitability, experience and leadership quality, the vacant position was filled internally by Mr Martin Graf, previously Head of HR Management.

For the period from 1 July 2017, for the percentage of women on the Supervisory Board, the Supervisory Board stipulated that at least one seat on the Supervisory Board should be filled by a woman. At the time the new target was determined, there were no women on the Supervisory Board. The Supervisory Board has set a target of zero for the percentage of women on the Executive Board for the period from 1 July 2017. At the time the new target was determined, there were no women on the Executive Board. Both of the new targets should be achieved by 30 June 2022.

From 1 July 2017, for the percentage of women on the main management level below the Executive Board, the Supervisory Board stipulated that at least one position on this management level should be filled by a woman. This target should be reached by 30 June 2022. At the time the new targets were stipulated, the main management level below the Executive Board comprised employees who reported directly to the Executive Board and comprised a total of nine persons. A second management level below the Executive Board is not defined as such at Schweizer Electronic AG. When the new target was stipulated, no position on the main management level below that of the Executive Board was filled by a woman.

### Accounting and financial statement audit

Since the 2015 financial year, consolidated financial statements have been prepared in accordance with IFRS guidelines. The annual financial statements of Schweizer Electronic AG are prepared in accordance with HGB guidelines. The consolidated financial statements and the annual financial statements are produced by the Executive Board, checked by the auditor and approved and adopted by the Supervisory Board. The consolidated financial statements and the annual financial statements are published within four months of the end of the financial year.

It has been agreed with the auditor, Ernst & Young GmbH – a Stuttgart-based audit firm – that the Chair of the Supervisory Board shall immediately be informed of key issues that surface during the audit. The auditor reports on all issues and occurrences that are of essential importance to the tasks of the Supervisory Board that are revealed by the financial statements audit – reporting immediately to the Chair of the Supervisory Board. In addition, the Chair shall be informed if the auditor identifies facts that result in inaccuracy with respect to the Declaration of Compli-

ance submitted by the Executive Board and the Supervisory Board in accordance with Section 161 of the German Stock Corporation Act (AktG). The auditor participates personally in the Supervisory Board meetings at which the consolidated financial statements and the annual financial statements are approved and adopted.

### **Transparency**

SCHWEIZER attaches particular importance to ensuring consistent, comprehensive and timely information. The business situation and the results are reported in the annual report, at the Analyst Conference, in the quarterly reports and in the half-yearly financial report.

Information is also communicated via press releases and ad hoc disclosures. All reports and disclosures are available at <a href="https://www.schweizer.ag/en/investor-relations.html">www.schweizer.ag/en/investor-relations.html</a>. Queries are dealt with by the Investor Relations and Communications department.

### Acquisition and sale of company shares

In accordance with Article 19 of Regulation (EU) No. 596/2014 on market abuse, members of the Executive Board and the Supervisory Board are statutorily obliged to disclose the acquisition or sale of shares of Schweizer Electronic AG or related derivatives or other associated financial instruments, where the value of the transactions made by the affected member or related persons reaches a total volume of EUR 5,000 within one calendar year. The dealings reported to Schweizer Electronic AG during the last financial year were duly disclosed and can be viewed on the company's web page at <a href="https://www.schweizer.ag/en/investor-relations/corporate-governance/directors-dealings.html">www.schweizer.ag/en/investor-relations/corporate-governance/directors-dealings.html</a>.

Schramberg, 13 April 2018

The Executive Board The Supervisory Board

Nicolas-Fabian Schweizer Michael Kowalski Vice-Chair of the Executive Chair of the Supervisory

Board Board

### Schweizer Electronic AG

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