

1/8 Baden, March 30, 2026

# Invitation to the Ordinary General Meeting 2026

**Dear Shareholders,**

On behalf of the Board of Directors, I am pleased to invite you to the Ordinary General Meeting of Accelleron Industries Ltd.

Date: **Tuesday, April 28, 2026**  
**at 9:00 a.m.** (doors open at 8:00 a.m.)

Location: **Trafo Baden**  
Brown Boveri Platz 1  
5400 Baden  
[www.trafobaden.ch](http://www.trafobaden.ch)

Before the start of the General Meeting, we cordially invite you to coffee and croissants from 8 a.m. onwards after registration in the event hall in the Trafo Baden. During this time, you will also have the possibility to exchange with members of our Board of Directors and the Executive Committee.

For further information regarding the registration, the web portal as well as the procedure of the General Meeting, please refer to the organizational matters at the end of the invite. We are kindly asking for your registration up to but no later than April 24, 2026.

We are looking forward to welcoming you at our General Meeting 2026.

Yours sincerely,

**Oliver Riemenschneider**

Chair of the Board

2/8 Agenda and proposals

## 1. Approval of the annual and management report, the consolidated accounts and the annual accounts for 2025

**Proposal:**

The Board of Directors proposes that the annual and management report, the consolidated accounts and the annual accounts for 2025 be approved.

**Explanation:**

Pursuant to Art. 698 para. 2 items 3 and 4 of the Swiss Code of Obligations (CO) and Art. 10 (e) and (f) of the Articles of Association, the General Meeting shall approve the annual and management report, the consolidated accounts and the annual accounts.

## 2. Advisory vote on the compensation report 2025

**Proposal:**

The Board of Directors proposes that the compensation report 2025 be accepted (advisory vote).

**Explanation:**

Pursuant to Art. 28 para. 4 of the Articles of Association, the Board of Directors submits the compensation report for the previous year of office to the General Meeting for a non-binding advisory vote. The compensation report 2025 can be found on pages 94 to 107 of the Annual Report, which is accessible at [www.acceleron.com/investors/financial-reports](http://www.acceleron.com/investors/financial-reports).

## 3. Vote on the non-financial reporting in the sustainability report 2025

**Proposal:**

The Board of Directors proposes that the non-financial reporting pursuant to Art. 964a CO within the sustainability report 2025 be accepted.

**Explanation:**

Pursuant to Art. 964a CO, Accelleron is required to prepare a report on non-financial matters. Accelleron's sustainability report 2025 also contains such report on non-financial matters submitted to the General Meeting pursuant to Art. 964c para. 1 CO. The sustainability report 2025 can be found on pages 21 to 77 of the Annual Report, which is accessible at [www.acceleron.com/investors/financial-reports](http://www.acceleron.com/investors/financial-reports).

3/8 4. Appropriation of available earnings 2025

**Proposal:**

The Board of Directors proposes the following appropriation of available earnings 2025:

CHF in thousands	December 31, 2025
Profit for the year	153,499
Profit brought forward from previous year	664
Total earnings available to the General Meeting	154,163
Dividend	(141,750)
Balance to be carried forward	12,413

The dividend sum of CHF 141,750 thousand is equivalent to a (gross) dividend of CHF 1.50 per share. After payment of the Swiss withholding tax of 35%, a net dividend in the amount of CHF 0.975 per share will be paid. The first trading day ex-dividend (Ex-Date) will be May 6, 2026. The payout date of the net dividend is expected to be May 8, 2026.

**Explanation:**

Pursuant to Art. 698 para. 2 items 4 CO and Art. 10 (f) of the Articles of Association, the allocation of the retained earnings and the determination of the dividend require a resolution by the General Meeting.

5. Discharge of the members of the Board of Directors and the Executive Committee

**Proposal:**

The Board of Directors proposes that the members of the Board of Directors and the Executive Committee be granted discharge for the financial year 2025.

**Explanation:**

Pursuant to Art. 698 para. 2 item 7 CO and Art. 10 (g) of the Articles of Association, the discharge requires a resolution by the General Meeting.

6. Elections

6.1 Elections of the members of the Board of Directors and of the Chair of the Board of Directors

The term of office for all current members of the Board of Directors expires at the completion of the General Meeting on April 28, 2026. Two of the members, including the Chair, do not stand for re-election.

**Proposal:**

The Board of Directors proposes that the persons presented below be re-elected or elected respectively for a term of office of one year until completion of the next Ordinary General Meeting. Each member is elected individually.

- 4/8
- 6.1.1 **Monika Krüsi (re-election as member and new election as Chair)**
  - 6.1.2 **Bo Cerup-Simonsen (re-election as member)**
  - 6.1.3 **Stefano Pampalone (re-election as member)**
  - 6.1.4 **Reto Suter (election as new member)**
  - 6.1.5 **Detlef Trefzger (re-election as member)**
  - 6.1.6 **Mieke Van de Capelle (election as new member)**

**Explanation:**

Pursuant to Art. 698 para. 2 item 2 and para. 3 item 1 CO as well as Art. 10 (b) and Art. 16 para. 2 of the Articles of Association, the General Meeting elects the Chair and the members of the Board of Directors.

Information on the current members of the Board of Directors who stand for re-election can be found on pages 81 and 82 in the Annual Report, which is accessible at [www.accelleron.com/investors/financial-reports](http://www.accelleron.com/investors/financial-reports). Information on the proposed new members Reto Suter and Mieke Van de Capelle can be found in the Annex and at [www.accelleron.com/investors/general-meeting](http://www.accelleron.com/investors/general-meeting).

## 6.2 Election of the members of the Compensation Committee

**Proposal:**

The Board of Directors proposes the election of

- 6.2.1 **Bo Cerup-Simonsen**
- 6.2.2 **Stefano Pampalone**
- 6.2.3 **Mieke Van de Capelle**

as members of the Compensation Committee (Nomination & Compensation Committee) for a term of office of one year until the completion of the next Ordinary General Meeting. Each member is elected individually.

**Explanation:**

Pursuant to Art. 698 para. 3 item 2 CO as well as Art. 10 (b) and Art. 24 para. 1 of the Articles of Association, the General Meeting elects the members of the Compensation Committee. The Board of Directors elects the Chair of the Compensation Committee (Art. 25 para. 1 of the Articles of Association).

## 6.3 Re-election of the independent proxy

**Proposal:**

The Board of Directors proposes the re-election of Zehnder Bolliger & Partner, Advokatur & Notariat, Bahnhofplatz 1, Baden, as independent proxy for a term of office of one year until the completion of the next Ordinary General Meeting.

**Explanation:**

Pursuant to Art. 698 para. 3 item 3 CO and Art. 10 (c) of the Articles of Association, the General Meeting elects the independent proxy. Zehnder Bolliger &

- 5/8 Partner, Advokatur & Notariat, meets the legal requirements and is available for re-election.

#### 6.4 Re-election of the statutory auditors

**Proposal:**

The Board of Directors proposes the re-election of KPMG AG, Zürich, as statutory auditors of Accelleron Industries Ltd for a further term of office, i.e. for the financial year 2026.

**Explanation:**

Pursuant to Art. 698 Abs. 2 Ziff. 2 CO as well as Art. 10 (d) and 33 para. 1 of the Articles of Association, the General Meeting elects the statutory auditors. KPMG AG meets the legal requirements and is available for re-election.

## 7. Compensation

### 7.1 Binding vote on the maximum aggregate amount of compensation of the Board of Directors for the next term of office

**Proposal:**

The Board of Directors proposes that shareholders approve the maximum aggregate amount of compensation of the Board of Directors covering the period from the 2026 Ordinary General Meeting to the 2027 Ordinary General Meeting in the amount of CHF 1,100,000.

**Explanation:**

Pursuant to Art. 698 para. 3 item 4 CO and Art. 10 (h) and 28 para. 1 (a) of the Articles of Association, the General Meeting shall approve the maximum aggregate amount of compensation of the Board of Directors for the next term of office.

The compensation structure (fixed compensation only) and the proposed maximum aggregate compensation (excluding mandatory social security) remain unchanged for the next term of office. Each member of the Board of Directors receives half of the compensation in the form of Accelleron shares which are blocked for three years.

Further information on the compensation structure is provided on page 98 of the Annual Report, which is accessible at [www.acceleron.com/investors/financial-reports](http://www.acceleron.com/investors/financial-reports).

### 7.2 Binding vote on the maximum aggregate amount of compensation of the Executive Committee for the following financial year

**Proposal:**

The Board of Directors proposes that shareholders approve the maximum aggregate amount of compensation of the Executive Committee for the financial year 2027 in the amount of CHF 7,700,000.

6/8 **Explanation:**

Pursuant to Art. 698 para. 3 item 4 CO and Art. 10 (h) and 28 para. 1 (b) of the Articles of Association, the General Meeting shall approve the maximum aggregate amount of compensation of the Executive Committee for the following financial year.

The Board of Directors proposes for the financial year 2027 an unchanged maximum aggregate compensation of CHF 7.7 Mio.

The proposed aggregate amount consists of CHF 2.3 Mio. for base salary, CHF 2.3 Mio. for short-term incentive (based on maximum target achievement), CHF 1.3 Mio. for long-term incentive (based on grant date reference market value and 100% target achievement), CHF 1.1 Mio. for benefits (including pension benefits, social security, and expense allowance) and a reserve of CHF 0.7 Mio.

Further information on the compensation structure is provided on pages 98 – 102 of the Annual Report, which is accessible at [www.acceleron.com/investors/financial-reports](http://www.acceleron.com/investors/financial-reports).

## Organizational matters

### Annual Report

The Annual Report is available at [www.acceleron.com/investors/financial-reports](http://www.acceleron.com/investors/financial-reports) and by scanning of the QR code below:



### Voting rights

Entitled to participate and vote at the General Meeting are all shareholders who are registered with voting rights in the share register at 5 p.m. Central European Time (CET) on April 17, 2026.

Shareholders who sell their shares prior to the start of the General Meeting or deregister from the share register will lose their voting rights in respect of the shares sold.

### Registration and admission cards

Your personal admission card can be ordered as follows:

- You return the reply form using the reply envelope enclosed until April 24, 2026 (date of receipt), or
- You order the admission card through the web portal [www.gvmanager-live.ch/acceleron](http://www.gvmanager-live.ch/acceleron) using your personal access code (printed on the reply form) until 11.59 p.m. (CET) on April 24, 2026.

Admission cards will be distributed after registration by mail and starting April 20, 2026 at the earliest.

For future General Meetings, shareholders may choose to register their e-mail address in GVMANAGER-Live to receive invitations electronically.

### Proxy and instructions

Shareholders who are entitled to vote may arrange to be represented only by the independent proxy, Zehnder Bolliger & Partner, Advokatur & Notariat, Bahnhofplatz 1, Baden, by the legal representative of the shareholder or by a third party based on written proxy.

To issue a proxy and submit voting instructions please proceed as follows:

- Follow the instructions on the reply form enclosed and return it until April 24, 2026 (date of receipt) using the reply envelope enclosed, or
- Issue proxy and submit instructions through the web portal [www.gvmanager-live.ch/acceleron](http://www.gvmanager-live.ch/acceleron) using your personal access code (printed on the reply form) until 11:59 p.m. CET on April 24, 2026.

### Event location

Information on directions and the event location can be found at [www.trafobaden.ch](http://www.trafobaden.ch) (in the download section). As parking space is limited and the location is a 5 minute walk from Baden train station, we recommend to use public transport.

### Inquiries

For questions concerning the General Meeting or the share register, please contact Devigus Shareholder Services (+41 41 798 48 48 / [acceleron@devigus.com](mailto:acceleron@devigus.com)).

In case of any other questions, please contact Investor Relations of Accelleron (+41 79 698 60 85 / [investors@acceleron-industries.com](mailto:investors@acceleron-industries.com)).

8/8 Annex (6 – Elections)



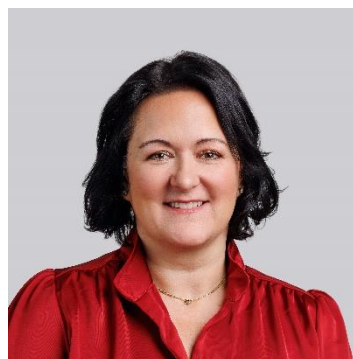
Reto Suter  
(Proposal 6.1.4)

Reto Suter, a Swiss Citizen, born in 1971, is currently Chief Financial Officer and a member of the Group Executive Committee of Siegfried Holding AG, where he also served as Chief Executive Officer ad interim during the transition in 2024.

He has been serving as Chairman of the Audit Committee and Member of the Compensation and Human Resources Committee of the Board of Inficon Holding AG since 2021, and since 2025 as a Board Member of Swiss Cement Industry Corporation.

Reto Suter brings more than 25 years of international experience in finance, private equity and corporate transformation. He has contributed to significant strategic developments, capital market positioning and value creation across several industries.

He holds a Master's degree and a PhD in Banking and Finance from the University of Zurich and has completed executive studies at the University of Washington and IMD.



Mieke Van de Capelle  
(Proposals 6.1.6 and 6.2.3)

Mieke Van de Capelle, a Belgian Citizen, born in 1974, is currently Chief Human Resources Officer and a member of the Executive Committee at DSM-Firmenich. She is leading the global Human Resources function, partnering to shape company strategy, enterprise operating model including post-merger integration and culture.

She has been serving as the Secretary of the Governance and Nomination Committee and the Compensation Committee of DSM-Firmenich's Board of Directors, and since May 2023 as a non-executive director on the Board of Spadel.

Mieke Van de Capelle brings with her more than 30 years of international HR experience in senior leadership roles in Europe, Asia, and the U.S. She has contributed to major organizational transformations and the integration of multiple acquisitions.

She holds master's degrees from the University of Burgundy and Ghent University.