

Press release

Morges, 29 May 2024

122nd Annual General Meeting of Romande Energie Holding SA

Annual General Meeting passes the recommendations of the Board of Directors

The 122nd Annual General Meeting of Romande Energie Holding SA was held today in Morges. Shareholders approved the 2023 Management Report, Sustainability Report and the financial statements, together with payment of a stable dividend per share of CHF 1.44. They furthermore approved the addition of two specific clauses to the Articles of Association, one of which enshrines the Group’s sustainability commitments. They were apprised of the appointment of Sofia de Meyer as a new director designated by the Vaud cantonal government. The Chairman of the Board of Directors and the Chief Executive Officer also gave a progress report on Romande Energie’s strategy and presented the exceptionally strong annual results, which were achieved under exceptional circumstances.

- 94 shareholders in attendance, representing 90.54% of the share capital
- 2023 Management Report, Sustainability Report and financial statements all approved
- Dividend of CHF 1.44/share (unchanged taking into account the share split) approved
- Two clauses added to Articles of Association: a sustainability clause and a clause concerning nominees
- Sofia de Meyer appointed, end of Paola Ghillani's term of office and re-election of the other members of the Board of Directors and of the Statutory Auditors

Chairman Guy Mustaki and CEO Christian Petit opened the meeting by reviewing the Group’s objective to become a major force in the energy transition and decarbonisation of Western Switzerland and by reporting on the progress made in implementing its strategy. They also reviewed the Group’s unprecedented financial results in the light of the exceptional circumstances.

Following this presentation, the 94 shareholders in attendance at the Théâtre de Beausobre in Morges approved the 2023 Management Report, the GRI-compliant Sustainability Report and the 2023 parent company and consolidated financial statements. They also released members of the Board of Directors and the Executive Board from eventual liability (“discharge”) and approved the maximum 2025 remuneration allotment for these governance bodies.

No change to dividend

In line with its policy over the past seven years, the Board of Directors recommended paying a dividend unchanged at CHF 1.44 per share (after share split), representing a total outlay of CHF 41.04 million based on the number of shares outstanding. The Annual General Meeting agreed to this recommendation.

Two clauses added to Articles of Association

Following the recommendation of the Board of Directors, shareholders approved the inclusion of a sustainability clause in the Articles of Association. A second new clause concerning the management of institutional investors, nominees and other intermediaries was added in the interests of sound corporate governance and the principle of transparency.

Sonia de Meyer to replace Paola Ghillani

In accordance with Article 762 of the Swiss Code of Obligations and Article 16 of the Articles of Association, the Vaud cantonal government appoints five members of the Board of Directors, including two representatives of Vaud shareholder municipalities. Further to this, under Article 10 of the Law on State and Municipal Shareholdings in Legal Entities, the maximum term of office for members of the Board of Directors appointed by the Vaud cantonal government is 15 years. Paola Ghillani has reached this limit. Her term of office therefore comes to an end at the close of this Annual General Meeting. She was praised for her outstanding work over these past 15 years and received a long round of applause from those in attendance.

The Vaud cantonal government has appointed Sofia de Meyer as her successor. Her term of office of three years, which can be renewed, runs until the end of the 2027 Annual General Meeting.

Ms de Meyer (1974) is a Swiss national. Her experience as a business leader and member of several committees has given her wide-ranging expertise in the area of sustainability. She works tirelessly for the transition to cleaner energy and a fairer society through her roles on several foundation boards, the advisory board of a university and the institutional board of a hospital.

Shareholders took note of this appointment. The Board of Directors was pleased to welcome Ms de Meyer and looks forward to benefiting from her experience.

The Board of Directors also notified shareholders and others present that the Vaud cantonal government extended the appointments of Anne Bobillier, Xavier Company and Olivier Gfeller. François Vuille's term of office runs until 2025.

Re-election of Group officers

Nicolas Fulpius, Stéphane Gard and Alphonse-Marie Veuthey were re-elected as directors for one-year terms of office, as was Guy Mustaki, who in addition was reappointed as Chairman of the Board of Directors for the same duration. Ernst & Young will continue as the Statutory Auditors for the 2024 financial year and Gabriel Cottier, a public notary in Lausanne, was again designated as the Independent Proxy for a one-year term.

The next Annual General Meeting will be held on Wednesday 14 May 2025.

Note to editorial desks

This press release is being issued outside the trading hours of the SIX Swiss Exchange as required by the SIX Listing Rules on ad hoc publicity.

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Romande Energie at a glance

The Romande Energie Group, the leading supplier of electricity in Western Switzerland, provides its customers with a wide range of sustainable solutions, which help to lower energy consumption and carbon emissions. These solutions include made-to-measure support to generate its own energy, products and services to enhance energy efficiency, and to champion energy efficiency.

Romande Energie aims to make Western Switzerland the country's first net-zero region. We are constantly investing significant amounts in expanding our local base of facilities generating renewable energy. Our solar, hydro and biomass power plants, our various district heating networks and our geothermal and wind projects are fulfilling this commitment and distributing more and more renewable energy to our customers.

We have established ourselves as a trusted partner for a society mindful of the importance of protecting the environment, looking after individuals and maintaining a sustainable economy. **Keeping Western Switzerland on track for a sustainable future** lies at the heart of our core purpose.

For more information on the Romande Energie Group, visit

www.romande-energie.ch