

ams AG

Ticker: ams

Annual General Meeting: June 02, 2016, A-8141 Premstaetten, Tobelbader Strasse 30

Overview

SWIPRA RECOMMENDATIONS

1. Presentation of the annual accounts including the report of the management board, the group accounts together with the group annual report, the proposal for the appropriation of the profit and the report of the supervisory board for the business year 2015.
2. Resolution on the appropriation of the balance-sheet profit. FOR
3. Resolution on the release of the members of the management board for the business year 2015. FOR
4. Resolution on the release of the members of the supervisory board for the business year 2015. FOR
5. Resolution on the remuneration for the members of the supervisory board. FOR*
6. Resolution on the election of the auditor and the group auditor for the business year 2016. FOR
7. Election of up to two members of the Supervisory Board. *
- 7.1. Election of Mr. Loh Kin Wah FOR*
- 7.2. Re-election of Mr. Jacob Jacobsson FOR
8. Resolution on FOR
 - a) the cancellation of the authorized capital according to the shareholder resolution dated 24.05.2012 [Authorized Capital 2012],
 - b) the creation of new authorized capital [Authorized Capital 2016]
 - i) under consideration of the statutory subscription right, as well in in the sense of indirect subscription rights pursuant to § 153 para 6 Austrian Stock Corporation Act (AktG),



- ii) with the authorization to exclude subscription rights,
 - iii) with the option of issuing the new shares against contributions in kind, and
 - c) the amendment of the Articles of Association in § 3 para 4
9. Report concerning the volume, the purchase and sale of own stock pursuant to Article 65 para3 (AktG).

** SWIPRA was looking for further information from the company to clarify this item. SWIPRA considers the insights of this discussion and/or additional information provided by the company, as transparently provided in the research report, to take a final FOR or AGAINST recommendation on each item.*



IMPORTANT NOTICE

SWIPRA provides voting recommendations on the basis of its Policy Considerations, publicly available information of the Company such as the Company's annual report, including the financial statements, its compensation report, the invitation to the shareholder meeting including any additional information thereto as provided by the Company as well as any other information as available on the Company's webpage or otherwise, as deemed relevant by SWIPRA and, as the case may be, certain aspects as discussed with the respective Company.

SWIPRA provides these voting recommendations as information to its customers to facilitate the customer's analysis related to decision making and taking votes as a shareholder and does not claim that these recommendations are complete in all aspects. SWIPRA takes into consideration relevant information as available and provides its recommendations on the basis of its best knowledge and understanding.

SWIPRA does not take any responsibility in connection with customers taking investment decisions and does not take any responsibility related to the performance of the respective investments. The user of the recommendations assumes the entire risk of any use of them. SWIPRA recommendations are based on economic principles and do not constitute legal advice. The user of the recommendations should seek independent legal or other professional advice before acting. Without limiting any of the foregoing and to the maximum extent permitted by law, in no event shall SWIPRA have any liability regarding any of its recommendations for any direct, indirect, special, punitive, consequential (including lost profits) or any other damages even if notified of the possibility of such damages.

SWIPRA recommendations are available to its customers only. It is not allowed to copy, use these recommendations for third parties, distribute or use the contents other than as for the purpose of analyzing the agenda items of a shareholder meeting.