

## Resolutions of the 21<sup>th</sup> Ordinary General Meeting of THE NATIVE SA

Date and Time: 05 August 2020; 11.00 CEST

Place: Gerbergasse 48, 4001 Basel (at the offices of BALEX AG)

Presence: Of the entire Share Capital of the Company of CHF 10,889,165.--, divided into 3,111,190 (bearer) Shares with a par value of CHF 3.50 each, the presence is as follows:

a total of 1,130,496 Shares with a par value of CHF 3.50 each, representing a total par value of CHF 3,956,736, represented at the meeting by the Independent Proxy, Mr **Andri Obrist**;

No Shares are represented by formal organ representatives (*Organvertreter*) or other non-independent proxies in the meaning of article 689c Swiss Code of Obligations (CO) nor by custodian representatives (*Depotvertreter*) in the meaning of article 689d CO.

### Agenda and Proposals of the Board of Directors

**1. Approval of the Operating and Financial Review of the Company, the Financial Statements of the Company and the Group Consolidated Financial Statements for the 2019 Financial Year**

Proposal of the Board of Directors: Approval of the Operating and Financial Review of the Company, the Financial Statements of the Company and the Group Consolidated Financial Statements for the 2019 Financial Year.

*./. Approved with 830,496 votes and 300,000 abstentions.*

**2. Vote on the Compensation Report 2019**

Proposal of the Board of Directors: Approval of the Compensation Report 2019.

*./. Approved with 830,496 votes and 300,000 abstentions.*

**3. Discharge from Liability of the Members of the Board of Directors and the Executive Committee**

Proposal of the Board of Directors: Grant full discharge from liability for each of its members and each of the members of the Executive Committee for the 2019 financial year, being:

Pursuant to article 695 CO no person is eligible to vote if he was in any way involved in the management of the Company. Therefore, for the following resolution only 1,130,496 Shares can vote.

*./. Approved with 830,496 votes and 300,000 abstentions.*

**4. Appropriation of Available Earnings of the Company as per Balance Sheet**

Proposal of the Board of Directors: Carry forward the accumulated losses of CHF 9,465,596.

*././ Approved with 830,496 votes and 300,000 abstentions.*

**5. Vote on Compensation for the Members of the Board of Directors 2020/2021**

Proposal of the Board of Directors: Approval of the maximum aggregate amount of compensation for the members of the Board of Directors covering the period from the 2020 Annual General Meeting to the 2021 Annual General Meeting, in the amount of CHF 200,000.00 as a fixed amount, plus refund of expenses, and up to a maximum amount of CHF 200,000.00 as variable amount depending on the results of the business, according to a scheme to be defined. The Compensation Committee shall be authorised to set up a stock option scheme for the benefit of the members of the Board of Directors.

*././ Approved with 830,496 votes and 300,000 abstentions.*

**6. Elections of the Chairman and the Members of the Board of Directors**

Proposal of the Board of Directors: Re-election of Patrick Girod (also as Chairman of the Board of Directors in a single vote) and election of Victor Iezuitov as members of the Board of Directors, each until the end of the next Annual General Meeting.

*././ Unanimously elects (each in a separate vote) with 1,130,496 votes and no abstentions for each candidate:*

**6.1 Patrick Girod as Member and as Chairman of the Board of Directors (in a single vote); and**

**6.2 Victor Iezuitov as member of the Board of Directors.**

**7. Elections to the Compensation Committee**

The Board of Directors makes the following Proposal: Re-election of Patrick Girod and Victor Iezuitov as members of the Compensation Committee, each until the end of the next Annual General Meeting. Election of Victor Iezuitov as Chairman of the Compensation Committee.

*././ Unanimously elects (each in a separate vote) with 1,130,496 votes and no abstentions for each candidate:*

**7.1 Patrick Girod as member of the Compensation Committee; and**

**7.2 Victor Iezuitov as member and Chairman of the Compensation Committee.**

**8. Re-election of the Statutory Auditor and the Group Auditor**

Proposal of the Board of Directors: Re-election Berney et Associes SA Société Fiduciaire, Lausanne, as statutory auditor of the Company and as Group Auditor of the consolidated financial statements for the financial year starting on 1 January 2020.

*././ Re-elected with 830,496 votes and 300,000 abstentions.*

**9. Election of the Independent Proxy**

Proposal of the Board of Directors: Re-election of Andri Obrist, Attorney-at-Law, in Basel, as Independent Proxy of the Company until the end of the next Annual General Meeting.

*./. Unanimously elected with 1,130,496 votes.*

As no other items are requested to be discussed, the Chairman closes the Annual General Meeting at 11.15 CEST.