

Ordinary Annual General Meeting 2023

Friday, March 24, 2023

HSLU Zug-Rotkreuz Campus



Annual Report
2022

Dear Investor,
we look forward to
seeing you!

Dear Investor,

2022 was an eventful year for Boss Info. We successfully overcame the challenges of the macroeconomic climate and further solidified and expanded on our market position.

We can also look back on a successful capital increase. We issued 150'100 new shares (tokens), which equates to around CHF 1.5 million in additional capital. Our number of shareholders has increased to 157 as a result. Further capital will still be required as we continue the implementation of our growth strategy, and we are assessing a number of options for this.

Trends such as increased cloudification and the metaverse were also threads that followed us through the year. Our customers have built up trust in cloud solutions, as the successful Microsoft "Bridge to Cloud" promo shows. Our own bossERP solution is also fully cloud-compatible. Several new releases are planned for the course of this year, and new installations are already only being made available as a cloud solution.

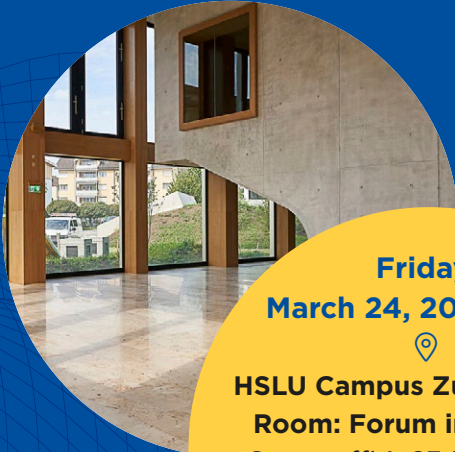
Message from the CEO

We are delighted to invite you to our 2023 Annual General Meeting, to be held at 17:00 on Friday, March 24 in Rotkreuz.

I look forward to seeing everybody and enjoying some interesting conversations!



Yours Simon Boss
Chair of the Board of Directors
and CEO



**Friday,
March 24, 2023 17:00**



**HSLU Campus Zug-Rotkreuz
Room: Forum in the foyer
Suurstoffi 1, 6343 Rotkreuz**



Program

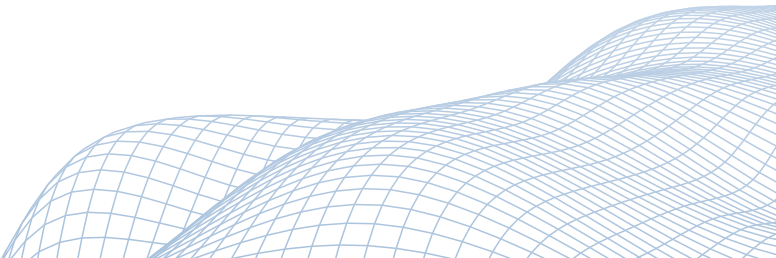
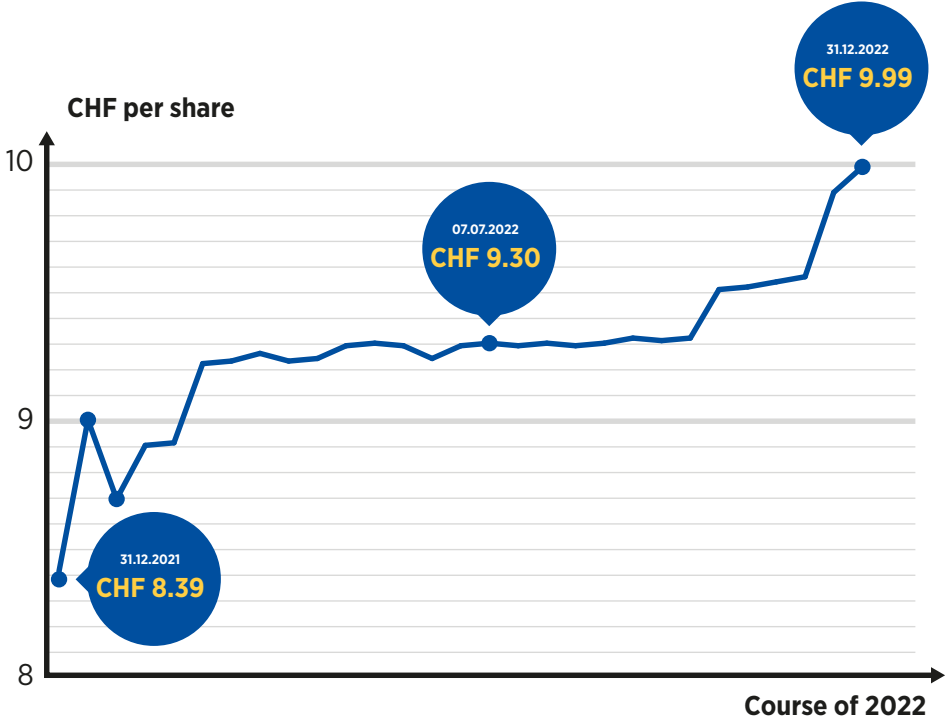
- 16.45** Arrival
-
- 17.00** Welcome from Simon Boss
-
- 17.10** Ordinary AGM 2023 following published agenda
-
- 17.45** Keynote speech by Prof. Nathaly Tschanz on the topic of “Digital Twins”
-
- 18.15** Apéro riche and networking
-
- ca. 20.00** End

Guest speaker

Nathaly Tschanz is a professor of extended reality. Alongside teaching at Lucerne University of Applied Sciences and Arts, she also works as a visiting lecturer at other higher education institutions and advises and coaches companies on the use of immersive technologies in the value chain.



Boss Info AG Token +19.07 %



1. Approval of the minutes of the AGM on May 24, 2022 in Egerkingen

The Board of Directors requests approval of the minutes of the Ordinary General Meeting of Boss Info AG on May 24, 2022 in Egerkingen.

2. Approval of the Annual Report, Boss Info AG financial statement and Group financial statement for the 2022 financial year

The Board of Directors requests approval of the Annual Report, Boss Info AG financial statement and Group financial statement for the 2022 financial year.

3. Discharge of the members of the Board of Directors and the Executive Board

The Board of Directors requests that each of its members and every member of the Executive Board be granted discharge for the 2022 financial year.



RSVP

by Friday, March 10, 2023
[report.bossinfo.com/
2022/en/gv](https://report.bossinfo.com/2022/en/gv)

Agenda items

4. Use of the available profit of Boss Info AG per the balance sheet and resolution on dividends for financial year 2022

Profit carried forward	CHF	4 204 143.34
Net profit 2022	CHF	2 772 185.78
Available profit per balance sheet	CHF	6 976 329.12
Reduction in short-term income statement (part not considered for tax purposes)	CHF	44 455.45
Allocation to statutory reserve	CHF	-3 251.00
Carried forward to new statemen	CHF	7 017 533.57

The Board of Directors requests that the available profit recorded on the balance sheet be used as follows:

Gross dividends (before taxes and deductions) of	CHF	0.—
per share entitled to dividends with a nominal value of CHF 0.01	CHF	0.—
Carried forward to new statement	CHF	7 017 533.57

5. Re-election of the Chairman and members of the Board of Directors

The Board of Directors requests the re-election of the current members of the Board of Directors (including the Chairman of the Board of Directors) with the exception of Yves-Alain Dufaux who is resigning on account of his new role as CEO of Boss Info, and that Peter Marending, resident in Langenthal, be elected as a new member of the Board of Directors, each for a term to last until the conclusion of the next Ordinary General Meeting.

The Board of Directors would like to thank Yves-Alain Dufaux for his service and wishes him happiness, success and good fortune in his role as CEO.

5.1 Re-election of Simon Boss as member and Chairman

5.2 Re-election of Joaquina Boss as member

5.3 Re-election of Rolf Roth as member

5.4 Election de Peter Marending, resident in Langenthal, as new member

6. Selection of the auditor

The Board of Directors requests the selection of Balmer-Etienne AG, a trust company based in Lucerne, as auditor for another year.

7. Amendment to Article 3a of the articles of association

The Board of Directors requests that the Annual General Meeting annul the current Art. 3a of the articles of association relating to approved share capital and replace it with a new Article 3a relating to a “capital band”. This amendment has been made in light of the change in law on companies limited by shares that entered into force on January 1, 2023. Pursuant to this new law, approved share capital no longer exists and the periods laid out in the existing provisions of the articles of association for approved share capital increases cannot be extended. In place of this, the change in law on companies limited by shares has now introduced the “capital band”. This new instrument enables the Annual General Meeting to provide advance authorization for the Board of Directors to increase or reduce the company’s share capital within a defined period and defined upper and lower limits (cf. Art. 653s et seq. CO).

The purpose of the requested amendment to Art. 3a of the articles of association is to stipulate a longer exercise period (hitherto until August 31, 2023 and now until March 24, 2028) for an as yet unspecified amount of increase in approved share capital (increase of share capital up to a maximum amount of CHF 1,999.00 by issuing a maximum of 199,900 shares at a nominal value of CHF 0.01) and, ultimately, to give the Board of Directors more flexibility for implementing the corresponding capital increase.



Annual Report 2022

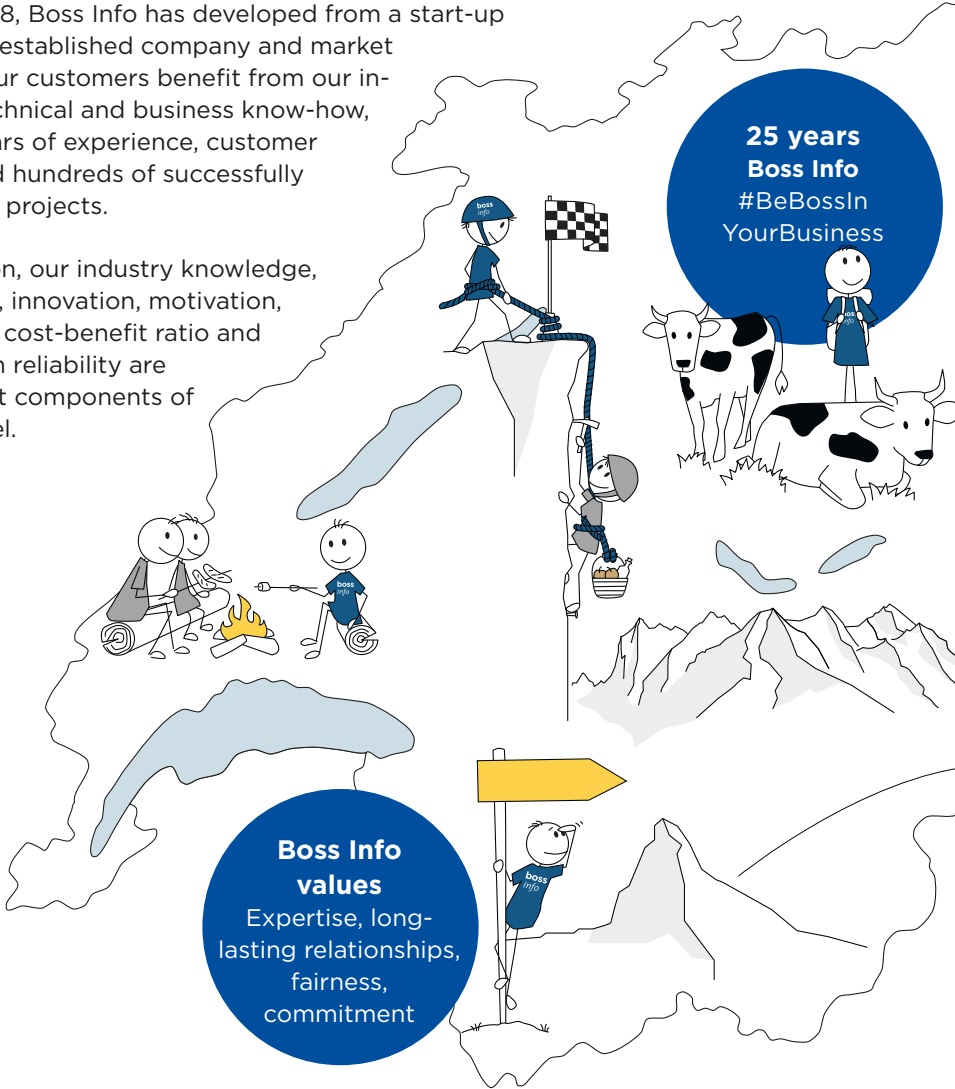
The Annual Report for the financial year 2022, the Boss Info AG and the Group financial statement as well as the amended Article 3a of the articles of association can be viewed at

**[report.bossinfo.com/
2022/en](https://report.bossinfo.com/2022/en)**

About Boss Info

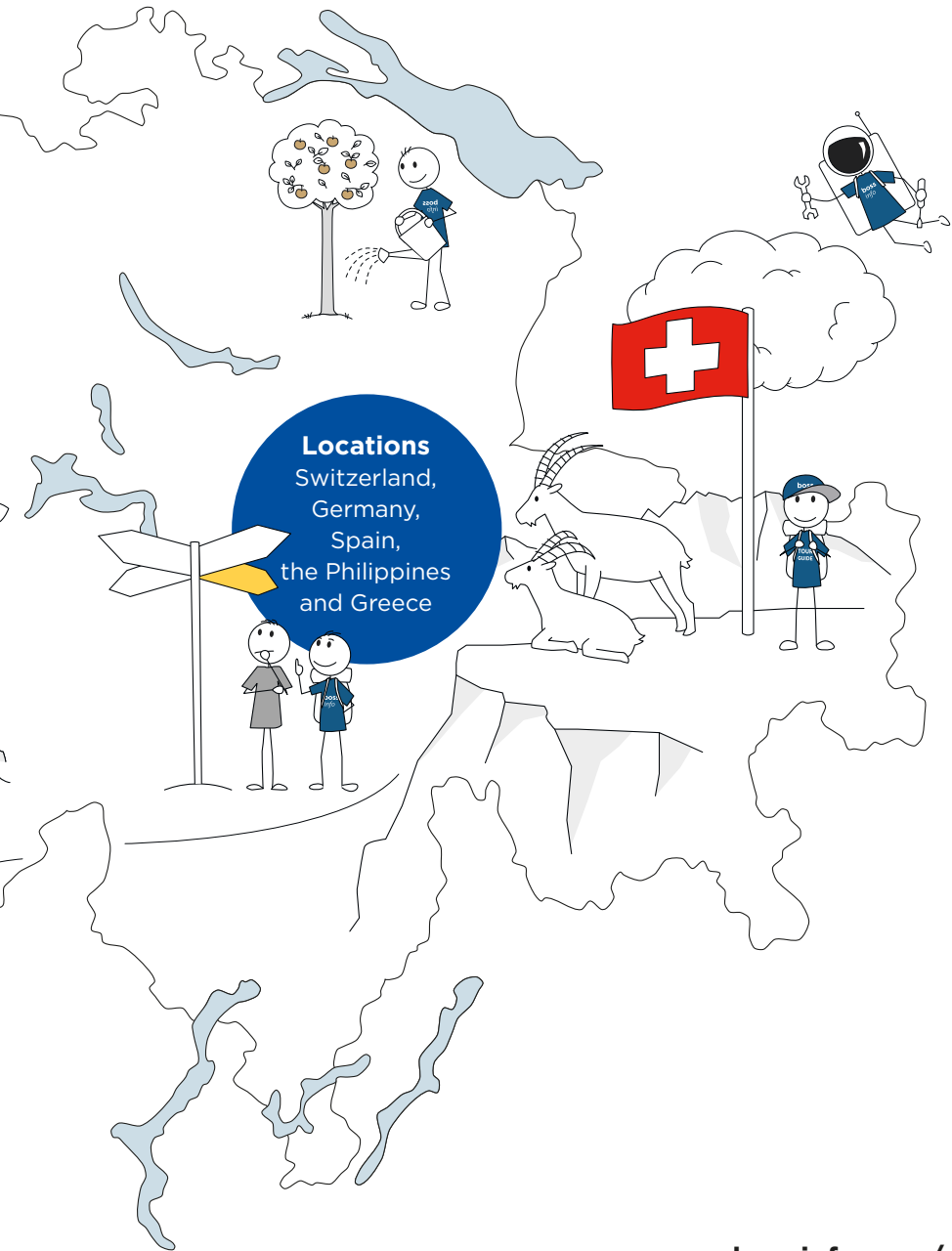
Since 1998, Boss Info has developed from a start-up to a well-established company and market leader. Our customers benefit from our in-depth technical and business know-how, many years of experience, customer focus and hundreds of successfully delivered projects.

In addition, our industry knowledge, expertise, innovation, motivation, optimum cost-benefit ratio and maximum reliability are important components of our model.



25 years
Boss Info
#BeBossIn
YourBusiness

Boss Info
values
Expertise, long-
lasting relationships,
fairness,
commitment



Locations
Switzerland,
Germany,
Spain,
the Philippines
and Greece