



Corporate Governance roadshow

April 2024

Disclaimer

Forward-looking statements

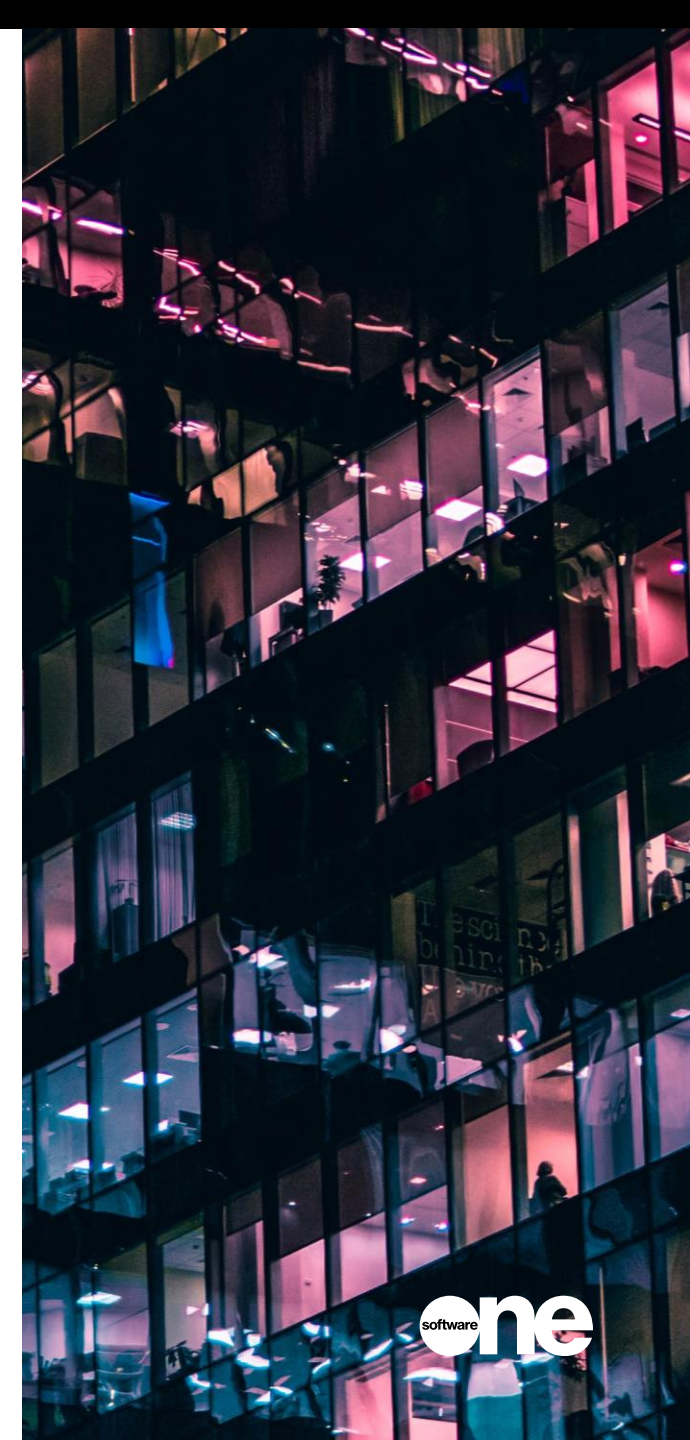
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Today's agenda

- 1 Introduction
- 2 ESG
- 3 Shareholder structure
- 4 Strategic outlook
- 5 Board of Directors
- 6 Transaction & BoD decision-making process
- 7 AGM 2024



1. Introduction



SoftwareOne today

65k+ clients worldwide

60+ countries
4 regions at scale

Based on FY 2023

CHF 21.7bn
Group billings

7.5k
software vendor relationships

2030
net zero ambition⁽¹⁾

CHF 1bn
Revenue
8.0% YoY ccy growth

~ 9,300

FTEs
incl. cloud experts with
5,000+ certifications⁽²⁾

460+
Academy students⁽³⁾
85% transition rate

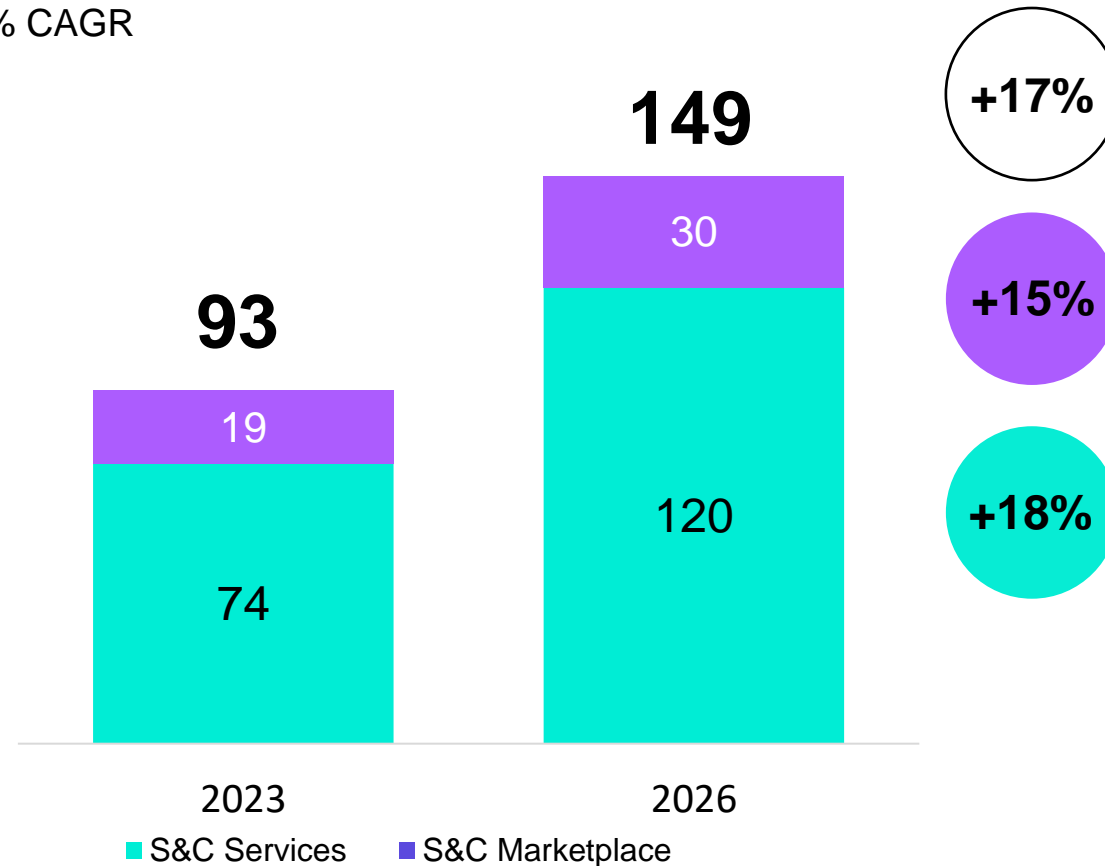
CHF 245m
Adj. EBITDA
24.3% margin

(1) Scope 1 & 2
(2) Microsoft, AWS and Google
(3) Since foundation in 2021

Fast-growing market in software, cloud, data & AI

SoftwareOne SAM – Marketplace and Services⁽¹⁾

USDbn, % CAGR



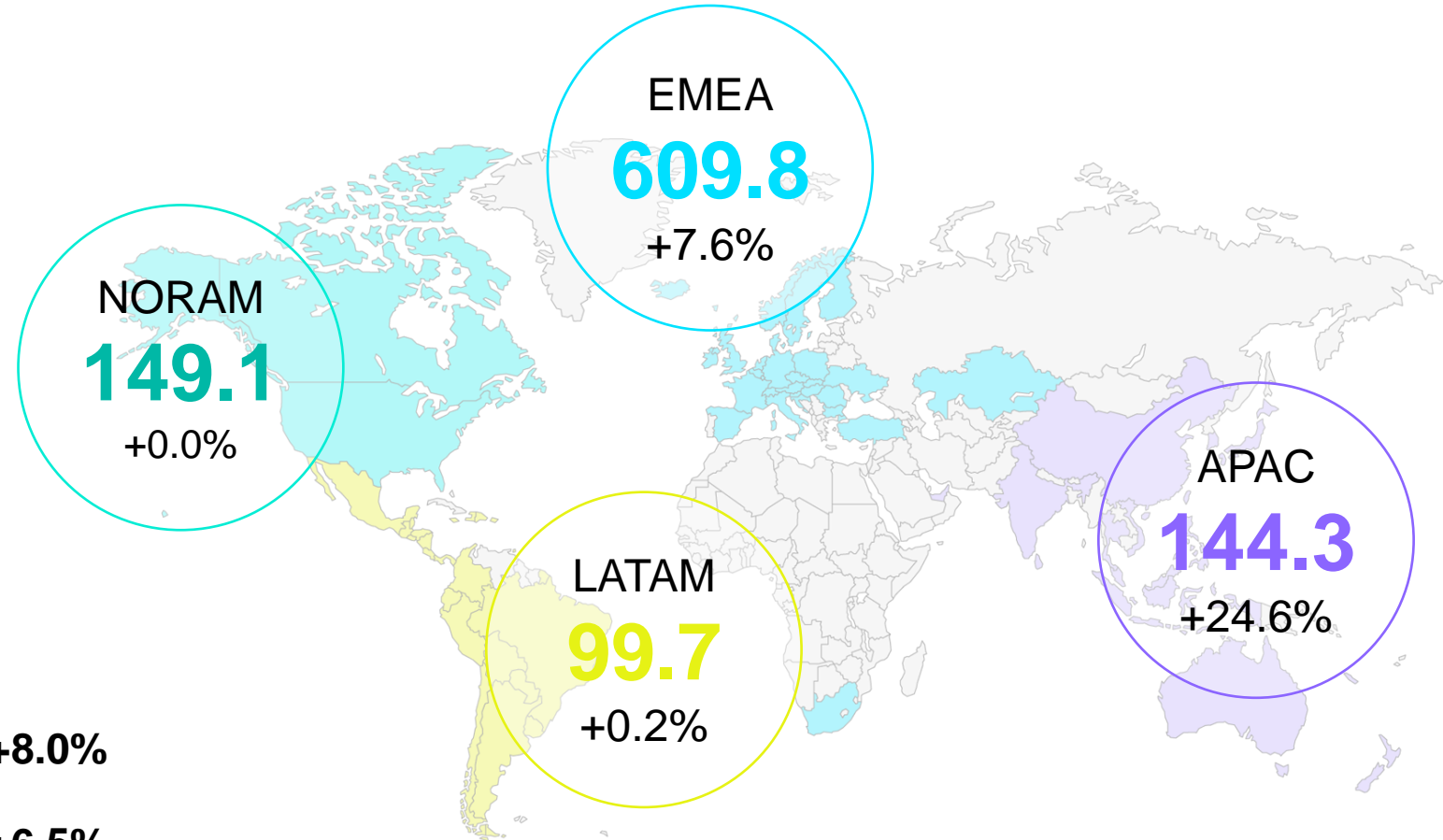
SoftwareOne Client Portal unlocks larger market opportunity, raising growth outlook from 9% in S&C Marketplace to 15% CAGR to 2026.

Source: IDC, BCG analysis

Solid performance with 8% growth and margin over 24% in 2023

FY 2023 group results

CHFm, % YoY (ccy)



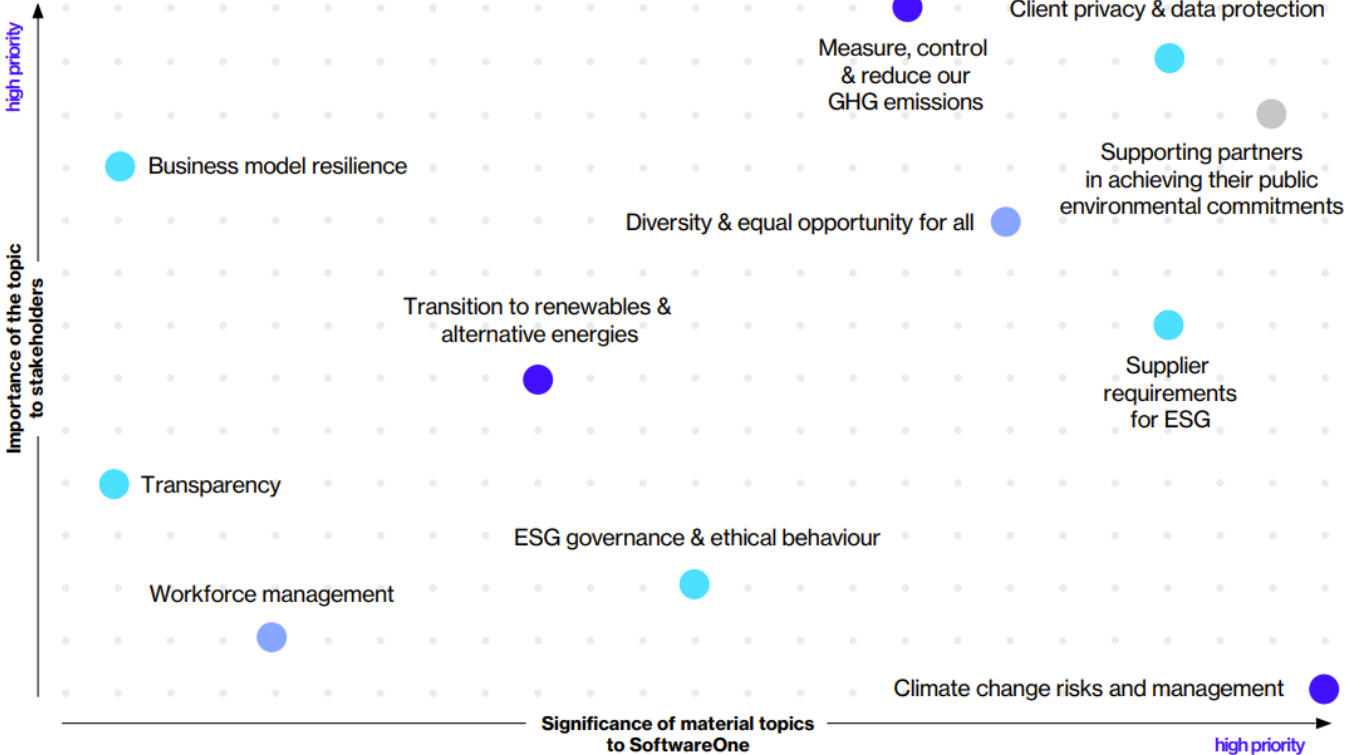
Revenue	1,010.9	+8.0%
Adj. EBITDA	245.2	+6.5%
Margin	24.3%	(0.2)pp

2. ESG



SoftwareOne's ESG journey so far

Double materiality matrix



- ESG programme launched in 2021
- Clear governance framework and structure established, with ad hoc ESG Committee
- Double-materiality assessment conducted to evaluate and disclose those ESG issues that are likely to materially affect SoftwareOne (financial), and those areas that SoftwareOne business may materially affect (impact)
- 2023 Non-Financial Report (NFR) report published as part of the overall Annual report, adopting the Global Reporting Initiative (GRI) framework
- Assurance planned for 2024 NFR
- Achievement of pre-specified annual ESG targets included in the Short-Term Incentive plan for the Executive Board

ESG material topics:

- Climate responsible
- Inclusive, diverse & caring for our people
- Cutting downstream emissions
- Ethical & compliant corporate governance



Our 2030 sustainability agenda

Climate commitment

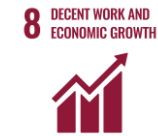
- Achieve net zero for scope 1 & 2 by 2030 and reduce scope 3 related to business travel; disclosure of scope 3 in 2024 Annual Report
- Commitment to SBTi
- Help clients reduce their carbon footprint via Cloud Sustainability practice

Social responsibility

- Become globally recognised Employer of Choice of Diversity
- Support >3,000 Nonprofit organisations or communities with digital services

Corporate governance

- Implement mandatory training on Code of Conduct
- Foster awareness and promote speak-up culture
- Supplier ESG risk assessments
- Data protection



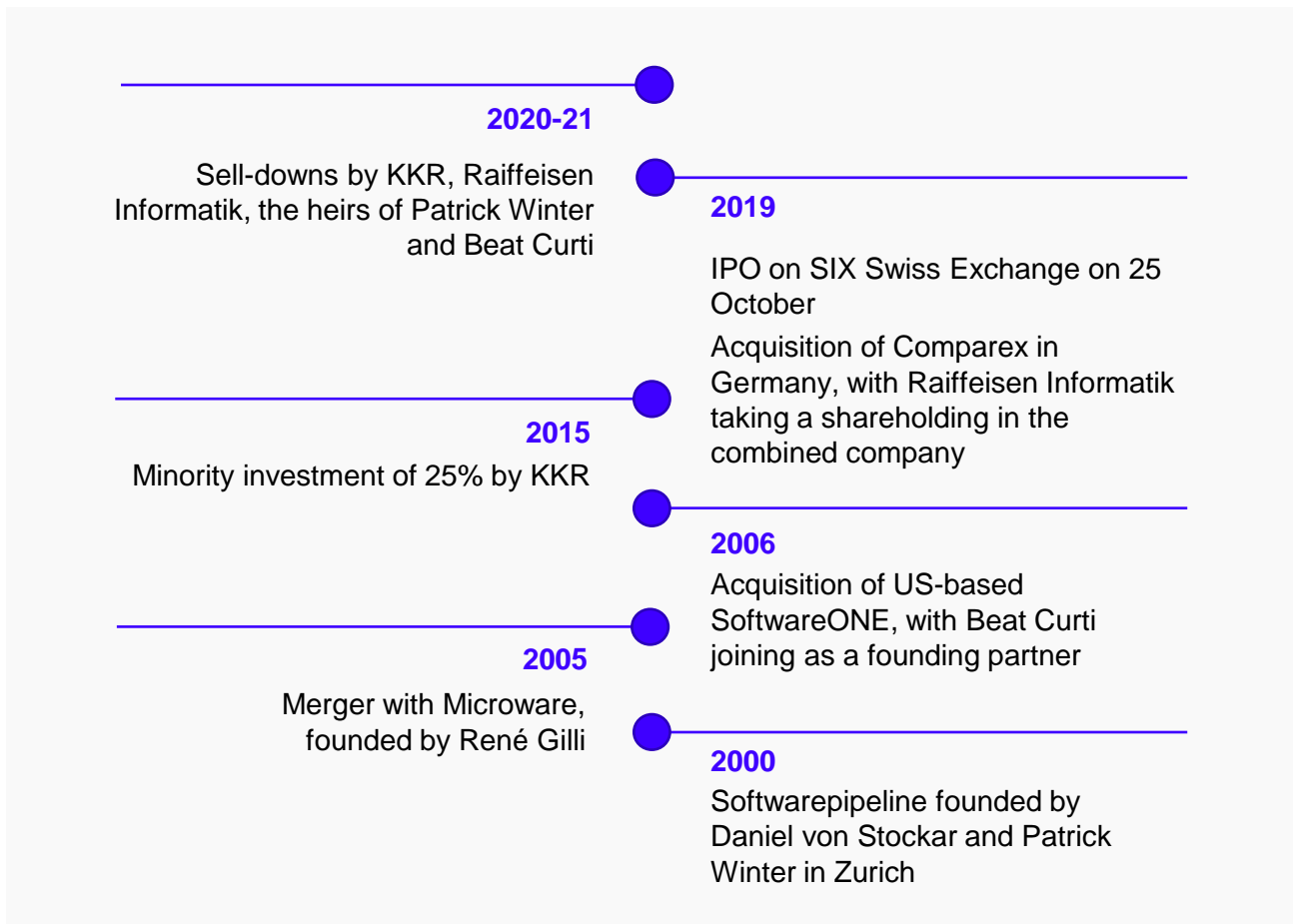
Governance structures and executive compensation aligned to drive achievement of 2030 ambitions

3. Shareholder structure



Ownership history of SoftwareOne

Key ownership changes



Current significant shareholders

Shareholder	(%)
Daniel von Stockar	11.05
B. Curti Holding AG	10.11
René Gilli	7.85
UBS Fund Mgmt (CH) ⁽¹⁾	5.1
Pictet AM ⁽¹⁾	4.8
SoftwareOne Holding AG	3.0
SoftwareOne BoD ⁽²⁾ and EB	0.1

Updated as per 16 February 2024

(1) Based on shareholding flaggings as per 12 March 2023 and 25 July 2023, respectively

(2) Excluding Daniel von Stockar

Ownership structure and shareholder rights

- **One class of registered shares** – one share, one vote
- **Shares issued:** 158,581,460, treasury shares: 4'979'156⁽¹⁾, shares outstanding: 153,602,304
- **Free float: ~68%**
- No authorized or conditional capital outstanding
- **Nominees not disclosing the ultimate beneficiary** are entered in the share register with **voting rights of up to 3%** of the shares outstanding
- **AGM resolutions and elections are passed by a simple majority** of the votes cast, excluding any abstentions, blank or invalid votes
- According to SoftwareOne's Articles, the **mandatory offer threshold was increased from 33^{1/3}% to 49%** of the voting rights by way of an **opting-up clause**

4. Strategic outlook



Experienced executive team leading SoftwareOne



Brian Duffy
Chief Executive Officer



Rodolfo J. Savitzky
Chief Financial Officer



Bernd Schlotter
President Software & Cloud



Julia Braun
Chief HR Officer



Rohit Nagarajan
Chief Revenue Officer



Reinhard Waldinger
President rEMEA



Stephan Timme
President DACH



Raphael Erb
President APAC



Sonia Caso
President LATAM



S. Kitzmiller, S. Cronin
Presidents NORAM
(ad interim)



Susanna Parry-Hoey
Chief Marketing Officer




Brad Berry
Chief Strategy &
Partner Officer



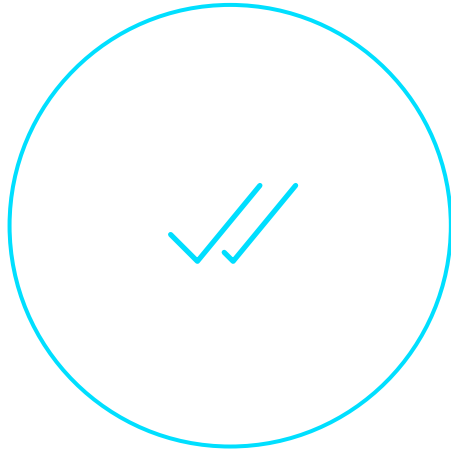
Frank Rossini
Chief Legal Officer &
Board Secretary



Nazir Esmail
Chief Information Officer

 New member of senior leadership team

Key actions taken to build strong foundation for Vision 2026



New leadership hires and operating model



Integration of Marketplace & Services to promote outcomes-based approach for clients



Operational excellence, with strengthened execution capabilities and S&C Services margin progression

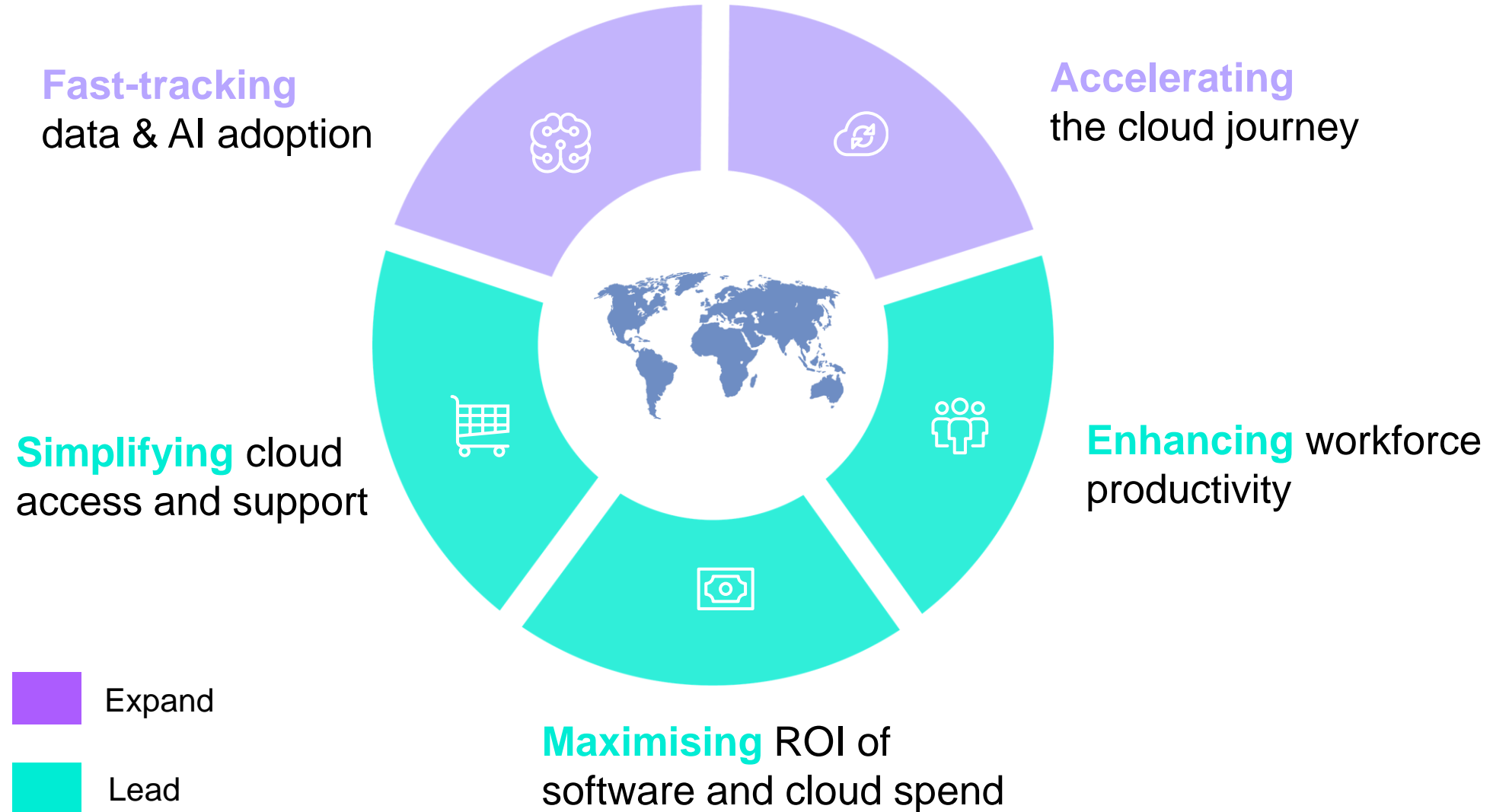


New large-scale customer wins




Built solid relationships and established sponsorship with hyperscalers and key partners

Focus on “lead” business, expanding to high-growth segments



Growth acceleration and margin expansion by 2026



	2024	Vision 2026
Guidance	Transition to higher growth	Profitable growth and shareholder value
Revenue growth ⁽¹⁾	8-10%	Mid-teens
Adj. EBITDA margin (% revenue)	24.5-25.5%	Approaching 28%
Dividend policy	30-50% adjusted profit for the year	30-50% adjusted profit for the year

Executive Board compensation review

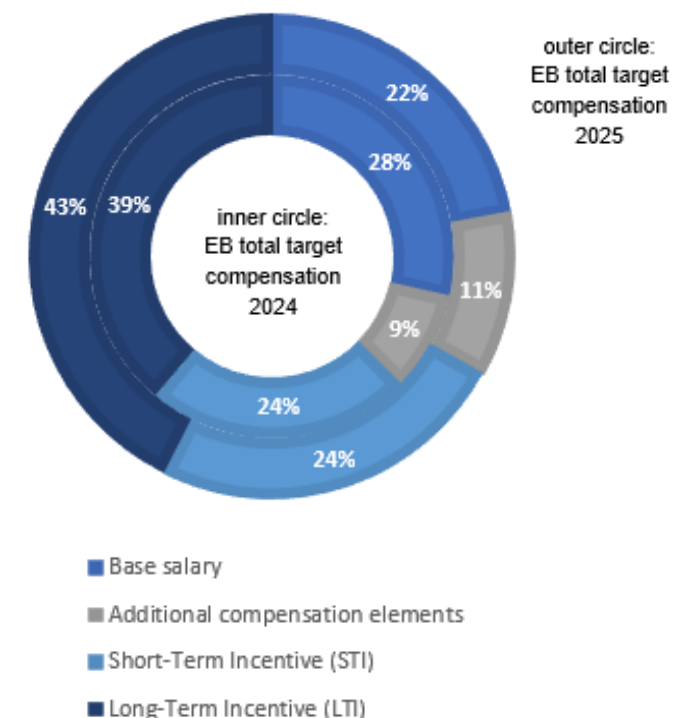
Rationale for proposed increase in Executive pay budget

- Significant executive succession effort in last 18 months with largely external hires (previously: largely internal promotions) focusing on candidates with significant track records and experience in scaling businesses to the next level, coming from top-tier companies, made it necessary to **review offered pay levels**
 - Since the IPO, there have not been any significant increases in executive pay levels despite the company's growth levels
 - We do not intend to further increase EB compensation in the mid-term. In addition to reviewing the scope of the executive work every year, we conduct bi-annual thorough benchmarking processes. The 2021 peer study did not lead to an increase
 - The budget was positioned above European market peer median for roles where we are competing with US tech peers, hence the target was set higher - albeit still below market median US high-tech companies
- The Nomination and Compensation Committee proposed an increase in maximum compensation aligned with:
 - **Shareholder interest:** an increase focused on variable pay. Fix pay decreases proportionally, accompanied by an increase in variable pay focusing on long-term incentives
 - Minor increase in maximum benefits necessary to accommodate international hires such as CEO located in Switzerland and reflected by regulations in different geographies (former CEO residing in Singapore with no legal obligations for company contributions)
 - **Market:** peer group update to better reflect EU tech sector resulted in benchmarking against two complementary peer groups. Results showed the need for adjustment considering the tech talent market
 - Selected, European technology companies, including a relevant number of Swiss companies, to reflect compensation traditions at our headquarters location
 - Peer group of selected US companies competing for the same talent pool (used mostly for US hires)

Executive Board compensation review

Overview of changes in proposed budget for five executives

Compensation elements, in CHF	Approved for FY 2024	Suggested for AGM approval for FY 2025	Difference
Base salary	3,850,000	3,500,000	9% decrease: change in EB composition (2024 included overlapping EB member partially)
Additional compensation elements: comprising benefits and allowance packages as well as pension or equivalent contributions	1,200,000	1,750,000	46% increase: change in EB country composition with other benefits and equivalent contributions
STI: maximum possible payout subject to attainment of pre-defined performance targets	6,400,000	7,690,000	20% increase in target STI: to match market levels
LTI: granted amount with vesting subject to pre-defined multi-year performance conditions	5,250,000	6.760.000	29% increase: to match market levels
Total compensation	16,700,000	19,700,000	



Variable compensation setup for Executive Board aligned with company goals

Short-Term Incentive (0-200% payout)

- 70% based on revenue growth and EBITDA margin
- 30% based on Strategic Goals for EB members to drive business growth and operational excellence and ESG objectives in the area of disclosure and reporting, CO₂ reduction, diversity and succession planning

Long-Term Incentive (0-200% vesting)

- 40% based on revenue growth
- 40% based on EBITDA margin
- 20% based on total shareholder return (TSR) measured relative to the STOXX Global 1800 Industry Technology Index

Increased transparency in 2023 Compensation Report

Performance achievement across STI goals

Performance considerations	Weighting	Measurement level	Metric	Performance achievement
Financial goals	70%	Group success	Revenue growth	0%
			EBITDA margin	120%
Strategic goals	30%	Individual contribution	ESG objectives	100%
			Strategic ambitions	75–125%
STI Payout factor				65–100%

- Transparency in Compensation Report on EB STI metrics, particularly on ESG objectives (CO₂ reduction, diversity and succession planning) and STI achievements
- Further increased transparency by disclosing 2020 LTI performance and outcome

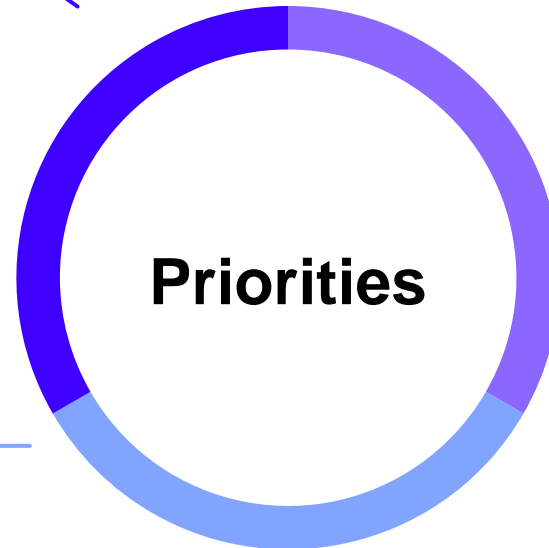
Balanced capital allocation priorities to drive long-term value creation

Reinvest in growth

- Organic growth strategy
- SoftwareOne Marketplace platform

M&A

- Focus on bolt-on acquisitions
- Stringent strategic and financial criteria



Return to shareholders

- Commitment to dividend of 30-50% of adjusted profit, with proposed FY 2023 dividend of CHF 0.36 per share
- Completing share buyback programme of up to CHF 70 million

5. Board of Directors



SoftwareOne current BoD composition

BoD member		Nationality	CEO	Finance & Risk	M&A	HR	Technology	Innovation	Cybersecurity	Business Scalability	IT/Managed Services	Legal & Compliance	ESG	First elected	# years since IPO
Adam Warby (M, 1960)	Chairman, Member NCC	GB	●		●		●	●		●	●			2021	2
Marie-Pierre Rogers (F, 1960)	Vicechair, Chair NCC	ES/CH	●			●	●						●	2019	4
Timo Ihamuotila (M, 1966)	Chair AC	FI		●	●		●							2019	4
Daniel von Stockar⁽¹⁾ (M, 1961)	Co-Founder, Member NCC, Chair IC, Member ESGC	CH	●		●		●	●	●	●			●	2013	4
Isabelle Romy (F, 1965)	Member AC, Chair ESGC	CH		●	●							●	●	2021	2
José Duarte (M, 1968)	Member NCC, Member ESGC	PT	●		●		●	●	●	●	●		●	2019	4
Jim Freeman (M, 1972)	Member AC, Member IC	US					●	●	●	●	●			2022	1
Elizabeth Theophile (F, 1967)	Member AC, Member IC	UK					●	●	●		●			2023	<1

- BoD composition in line with best-in-class Swiss corporate governance standards
- High level of independence (7 of 8 members), with Adam Warby elected as new independent Chairman and Marie-Pierre Rogers as Vicechair in May 2023
- With independent Chair appointment, position of Lead Independent Director replaced with position of Vice-Chair
- Level of gender diversity (3 of 8) continues to be a key focus of the BoD
- Strong mix of skills, including M&A and technology

SoftwareOne proposed BoD composition

BoD member		Nationality	CEO	Finance & Risk	M&A	HR	Technology	Innovation	Cybersecurity	Business Scalability	IT/Managed Services	Legal & Compliance	ESG	First elected	# years since IPO
Adam Warby (M, 1960)	Chairman, Member NCC	GB	●		●		●	●		●	●			2021	2
Marie-Pierre Rogers (F, 1960)	Chair NCC	ES/CH	●			●	●						●	2019	4
Till Streichert (M, 1973)	Chair AC	DE		●	●		●	●	●	●	●			n/a	n/a
Daniel von Stockar (M, 1961)	Co-Founder, Chair IC, Member ESGC ⁽¹⁾	CH	●		●		●	●	●	●			●	2013	4
José Duarte (M, 1968)	Member NCC, Member ESGC ⁽¹⁾	PT	●		●		●	●	●	●	●		●	2019	4
Jim Freeman (M, 1972)	Member AC, Member IC	US					●	●	●	●	●			2022	1
Elizabeth Theophile (F, 1967)	Member AC, Member IC	GB					●	●	●		●			2023	<1
Annabella Bassler (F, 1977)	Member AC	CH/DE/ BRA		●	●					●				n/a	n/a
Andrea Sieber (F, 1976)	Member NCC, Member ESGC ⁽¹⁾	CH		●	●							●		n/a	n/a

- BoD recommends the election of a balanced BoD: [Chairman's letter to shareholders](#)
- Overall board and chair independence (6 of 9 members)⁽²⁾
- Alignment with minority shareholder interests whilst retaining fair representation
- Skills & experiences with relevance to Vision 2026 and to assess M&A
- Diversity (skills/experience, internationality, gender)
- Fair representation of all shareholders
- Frequent stakeholder feedback

26 (1) ESG committee membership to be finalised subject to discussion with new BoD
 (2) As per [legal opinion](#) regarding conflict of interest of Board members proposed by shareholder group



Board process

Board members commitment

- Strong commitment of all BoD members:
 - Eight ordinary BoD meetings held in 2023, with an average duration of ~6 hours
 - Average BoD attendance in 2023 of approximately 98%
 - All BoD members well within statutory maximum numbers for outside mandates in listed and non-listed companies, charitable organizations, foundations, trusts and employee welfare foundations

Board renewal and succession

- NCC annually analyses BoD's composition to confirm members' qualifications, skills, diversity (not limited to gender) and experience, to ensure these meet the BoD needs
- BoD aims to safeguard the stability of its composition, while renewing itself in a sensible way
- Candidates are identified by a reputable international executive search firm

Board skill and experience assessment

- NCC conducts an established skills and experience assessment annually
- NCC reviews its competencies requirements to confirm that the BoD continues to possess relevant experience and expertise to perform its duties
- BoD regularly evaluates members' and committees' performance through conducting both internal and external board assessments

Board training

- Strong focus on BoD training
- Tailored onboarding programme for newly elected BoD members
- All Board members provided with refresher programmes, to update and enhance their knowledge of emerging business trends, risks, and legal framework

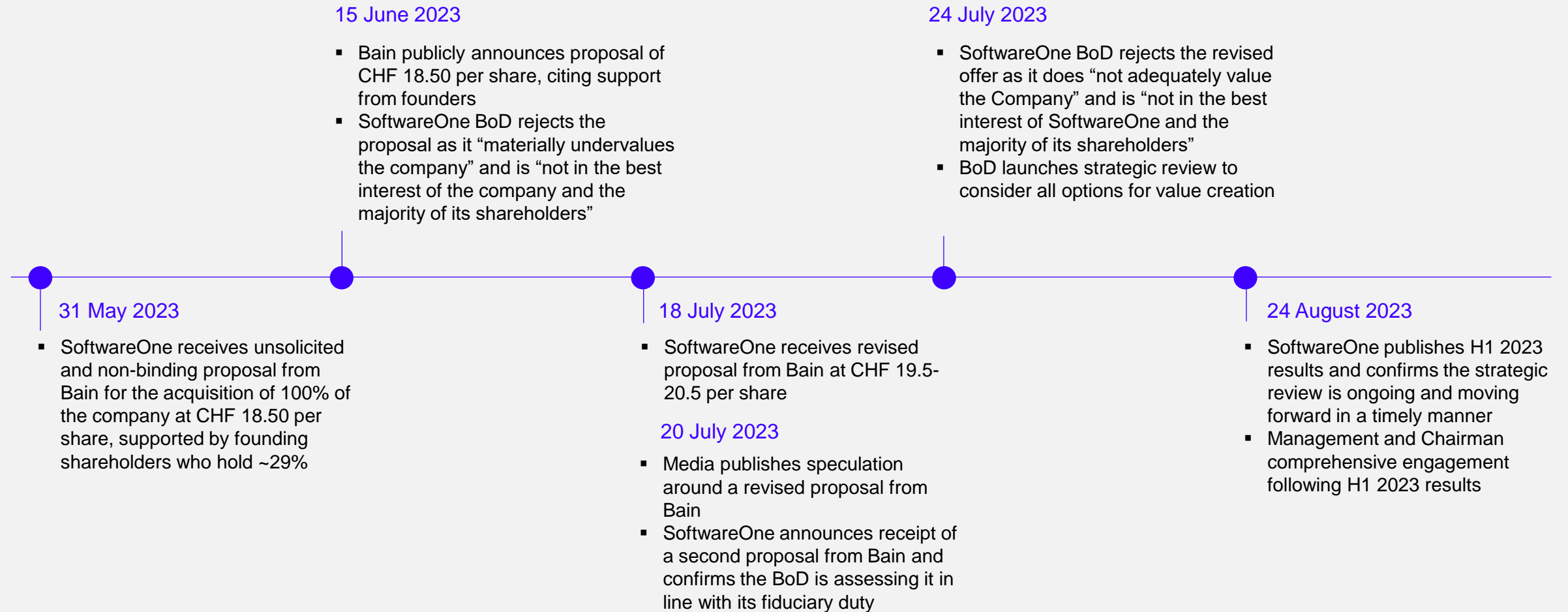
Risk management

- Strategic risk management processes, framework reviews, and mitigation recommendations are provided by the AC
- Throughout 2023, continued investment in risk management, including appointment of a Head of Financial Internal Controls and new Head of Internal Audit
- Application of a three-line defence model to ensure effective risk management
- 4 key strategic risk categories identified: Strategic business risks (e.g. economic risk), Operational risks (e.g. IT security, including cyber and data), Financial risks (e.g. unhedged market risk), Legal and compliance risks (e.g. non-conformity, illegal acts, internal or external fraud)

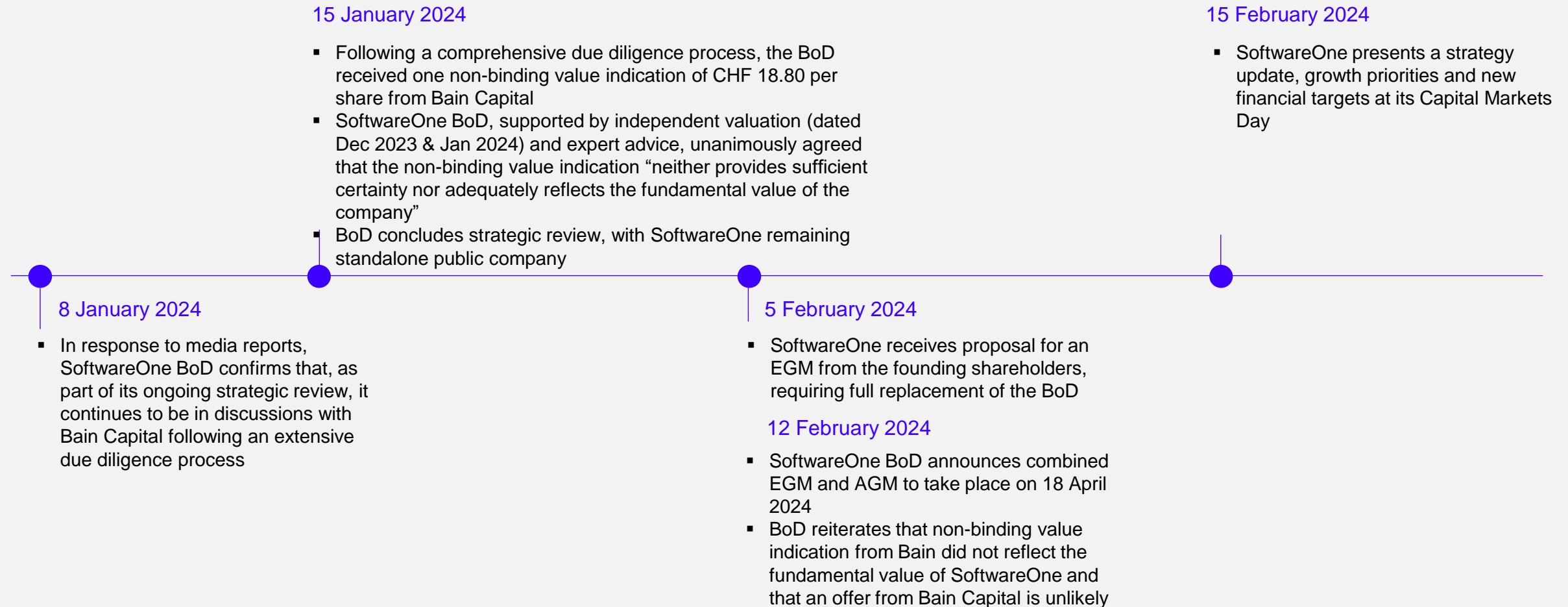
6. Transaction & BoD decision-making process



Timeline of events since initial Bain proposal



Timeline of events since initial Bain proposal (cont'd)



Diligent BoD decision-making processes

Transaction Committee

- Ad-hoc committee established in June 2023, chaired by Adam Warby
- Members: Adam Warby, Timo Ihamuotila, Marie-Pierre Rogers and José Duarte.
- Permanent participants from management: Brian Duffy (CEO), Rodolfo Savitzky (CFO), Frank Rossini (CLO & BoD Secretary) and Anna Engvall (Head of IR) as well as external financial, strategy and communications advisers
- Weekly frequency until January 2024

Conflicts of interest

- Daniel von Stockar recused from all BoD and Committee discussions / activities
- No BoD member has a vested interest in keeping the company public - the BoD's opinion on the matter is solely based on what the BoD considers to be in all stakeholders' interest

External advisors

- Experienced advisors with respect to various disciplines, including M&A financial advisory, legal, stewardship, communications
- Independent valuation (dated December 2023 & January 2024)

Shareholder engagement with management and BoD

- Continuous ongoing dialogue with shareholders, including retail investors

BoD decision-making process

- The Transaction Committee regularly reported to the BoD which takes the decisions by majority vote

Strategic review concluded

- Strategic review concluded in January 2024 following a thorough evaluation of various options for value creation, including a sale of SoftwareOne
- One non-binding value indication of CHF 18.80 per share was received from Bain Capital
 - The Board carefully reviewed Bain's proposal and, supported by an independent valuation and expert advice, unanimously agreed that it neither provided sufficient certainty nor adequately reflected the fundamental value of SoftwareOne
 - Indicative value was well below the fairness opinion from the independent expert as well as the Board's own value considerations. Moreover, indications from shareholders implied there would be insufficient support at that price level
 - Non-committal and conditional nature of the indication as well as lack of visibility on financing and other transactional core elements cast doubt on Bain's intentions to pursue a transaction at all
- The Board is confident in SoftwareOne's positioning in a large and fast-growing market, with the right leadership team and strategy to achieve its ambitions and create shareholder value

7. AGM 2024



Proxy card

Voting instructions for the Independent Proxy for the 2024 Annual General Meeting of Shareholders of SoftwareOne Holding AG on 18 April 2024

The Board of Directors proposes to vote as indicated in [BLUE](#).

Specific instructions

	For	Against	Abstain				
1				6	Election of the Members of the Nomination and Compensation Committee		
				6.1	Re-Election of Marie-Pierre Rogers	<input checked="" type="checkbox"/>	<input type="checkbox"/>
1.1				6.2	Re-Election of José Alberto Duarte	<input checked="" type="checkbox"/>	<input type="checkbox"/>
1.2	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	6.3	Re-Election of Adam Warby	<input checked="" type="checkbox"/>	<input type="checkbox"/>
1.3	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	6.4	Election of Annabella Bassler	<input type="checkbox"/>	<input checked="" type="checkbox"/>
2				6.5	Election of René Gilli	<input type="checkbox"/>	<input checked="" type="checkbox"/>
	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	6.6	Election of Andrea Sieber	<input checked="" type="checkbox"/>	<input type="checkbox"/>
3				7	Election of the Independent Proxy		
	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		Re-Election of Anwaltskanzlei Keller AG, Zurich, Switzerland	<input checked="" type="checkbox"/>	<input type="checkbox"/>
4				8	Election of the Auditors		
					Re-Election of Ernst & Young AG, Zurich, Switzerland	<input checked="" type="checkbox"/>	<input type="checkbox"/>
4.1	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	9	Approval of the Maximum Aggregate Compensation Amounts for the Members of the Board of Directors and the Executive Board		
4.2	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	9.1	Approval of the Maximum Aggregate Compensation for the Members of the Board of Directors for the period until the following Annual General Meeting	<input checked="" type="checkbox"/>	<input type="checkbox"/>
4.3	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	9.2	Approval of the Maximum Aggregate Compensation for the Members of the Executive Board for the Financial Year 2025	<input checked="" type="checkbox"/>	<input type="checkbox"/>
4.4	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
4.5	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
4.6	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
4.7	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
4.8	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
4.9	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
4.10	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>				
4.11	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>				
4.12	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>				
5							
	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
5.1	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>				
5.2	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
5.3							

A. Warby "For" D. von Stockar "Against"

General Instructions for new or modified Proposals

In case of unannounced proposals to agenda items or if new agenda items are being proposed (art. 704b CO) I/we instruct the Independent Proxy to vote as follows:

- According to the proposal of the Board of Directors
- Against unannounced proposals and/or new agenda items
- Abstention

Please tick your choice. Please sign on the front page.



Annual General Meeting 2024

Meeting format

- Physical meeting, as best practice in Switzerland and to maintain connection with local retail shareholders
- Physical participation of EB members

Board members elections

- The BoD proposes the election of:
 - Five experienced members of the existing slate: José Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophile, and Adam Warby as Chairman;
 - Till Streichert, as new candidate selected in a regular nomination process to succeed Timo Ihamuotila, not standing for re-election;
 - Three of the Block Nominees (Annabella Bassler, Andrea Sieber and Daniel von Stockar)
- However, if the Block Nominees do have a majority on the BoD, or if Daniel von Stockar is elected as Chairman, José Alberto Duarte, Jim Freeman, Marie-Pierre Rogers, Elizabeth Theophile and Adam Warby do not intend to accept a re-election and Till Streichert does not intend to accept an election
- Proposal of the 29%-Block: election of Annabella Bassler, Andrea Sieber, René Gilli, Jörg Riboni, Till Spillmann and re-election of Daniel von Stockar

Chairperson election

- The BoD proposes the re-election of Adam Warby as Chairman
- The 29%-Block proposes the election of Daniel von Stockar as Chairman
- Tie-braker vote: in the unlikely event that both Adam Warby and Daniel von Stockar reach the required majority of votes cast, the BoD will submit a tie-breaker vote (Stichwahl) to the shareholders and proposes that the shareholders vote in favor of Adam Warby

Vote on non-financial reporting

- 2023 Non-Financial Report (NFR) report published as part of the overall Annual report, adopting the Global Reporting Initiative (GRI) framework
- Approval of the Non-Financial Report 2023 during General Meeting

Q&A



Appendix



Proposed BoD members (1/3)

Adam Warby

(Elected as Chair of the BoD by the AGM on 4 May 2023)

Role

(non-executive, independent)

Chair of the Board of Directors and member of the Nomination and Compensation Committee

- Member of the BoD since 2021 and Chairman since 2023
 - Founder and retired CEO, Avanade, Inc. from 2008 to 2019. Various management roles at Microsoft, the most recent as General Manager Midwest in the US, from 1991 to 2000.
 - Currently Chair of Heidrick & Struggles International, Inc., member of the Board of Citation UK, a KKR portfolio company, board advisor to Devoteam as well as senior technology advisor to KKR.
 - Bachelor of Science in Mechanical Engineering from the Imperial College London.
 - UK citizen
-

Marie-Pierre Rogers

Vice Chair

Role

(non-executive, independent)

Vice Chair and Chair of the Nomination and Compensation Committee

- Member of the BoD since 2019 and Vice Chair since 2023
 - Previously, executive career in Supply Chain and Transportation with DHL, FedEx and IATA, as well as in Technology & Operations at Citibank, CEO and member of the Board of CPGMarket.com from 2000 to 2006. Member of the Board La Virgen from 2014 to 2017. Advisor to AELER Technologies.
 - Former leader for Spencer Stuart's Swiss Board practice and EMEA Supply Chain and a member of the firm's global Industrial and Technology practices between 2011 and 2022.
 - MBA from the University of Chicago Booth School of Business.
 - Spanish and Swiss citizen
-

Daniel von Stockar

(founding shareholder)

(Stepped down as Chair of the BoD at the AGM on 4 May 2023)

Role

(non-executive, non-independent)

Chair of the Innovation Committee, member of the Nomination and Compensation Committee and member of the ad hoc ESG Committee

- Member of the BoD and Chairman between 2013-2023
 - Owner and Chair of the Board of Directors of von Stockar Immobilien AG and member of the Board of Agilentia AG, Zurich.
 - Master's degree in Economics from the University of Zurich in 1990, and doctorate in 1995.
 - Swiss citizen
-

Proposed BoD members (2/3)

José Alberto Duarte

Role

(non-executive, independent)

Member of the Nomination and Compensation Committee and the ad hoc ESG Committee

- Member of the BoD since 2019
 - Extensive background in leading global technology companies with a particular focus on high growth and transformation. Started his career at Unilever Portugal and Accenture (previously Andersen Consulting). Spent around 20 years working in various leadership positions at SAP, including President of Global Services, President EMEA and President Latin America. 10 years as CEO of Infovista, Infinitas Learning and Unit4 and non-executive director at Bureau Van Dijk, TechEdge, Infovista, Expereo and Gelato.
 - Currently serving as Chair of ProAlpha, member of the Board of halo, Group B.V, and CEO at Green Upside Ventures, Lda.
 - Degree in accounting and management from the Instituto Superior de Contabilidade e Administração de Lisboa and post-grad education in global leadership at INSEAD and sales and marketing at ISTE.
 - Portuguese citizen
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Jim Freeman

Role

(non-executive, independent)

Member of the Audit Committee and member of the Innovation Committee

- Member of the BoD since 2022
 - Chief Technology Officer at MaxMedia from 2007 to 2009. From 2009 until 2016, held technology and business leadership roles at Amazon, including Vice President, Prime Video. SVP Engineering at Zalando in 2016. Returned to Amazon as Vice President, Alexa Communication in 2017. From 2018 until 2023, held various technology and business leadership roles at Zalando, including Chief Technology Officer and Chief Business & Product Officer. Currently serving as Senior Advisor to Permira Ltd., Algolia, and as Advisory Board member and Advisor to the CEO of Yoummday GmbH.
 - Bachelor of Arts in Comparative Literature from the University of Georgia and a Bachelor of Science in Computer Science from the University of Illinois.
 - American citizen
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Elizabeth Theophille

Role

(non-executive, independent)

Member of the Audit Committee and member of the Innovation Committee

- Member of the BoD since 2023
 - Former Chief Technology Transformation Officer and holder of various leadership roles at Novartis from 2016 to 2023. Group Chief Information Officer at Alcatel/Nokia from 2011 to 2016, Capgemini from 2009 to 2011 and BP International from 2005 to 2009. Currently CEO of EHT Consulting, and member of the Board of Directors of 8x8, Inc.
 - Bachelor of Arts in Business Administration from International Management Centre, UK, and a Computer Science Degree from the Glasgow College of Commerce.
 - UK citizen
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Proposed BoD members (3/3)

Till Streichert

Role (non-executive, independent)

- Since September 2020, Chief Financial Officer of Amadeus IT Group.
 - From 2008 until 2020, held various positions at Vodafone respectively Vodacom, most recently as Chief Financial Officer and Executive Director of Vodacom Group.
 - More than 20 years' experience supporting financial and operational transformations through expertise in financial strategy, business leadership, revenue and profit growth in international environments.
 - Broad and successful career within large international corporations in a diverse range of finance and commercial roles. Started his career at T-Mobile Germany before holding various roles at T-Mobile UK as well as serving as a strategy consultant at The Boston Consulting Group.
 - PhD in philosophy and a Master's Degree in political sciences & philosophy, both from the University of Hannover, Germany
 - German citizen
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Annabella Bassler

Role (non-executive, non-independent⁽¹⁾)

- CFO of Ringier AG since 2012. Joined Ringier in 2007 and was the Head of Corporate Finance/Treasury from 2008 to 2012. In addition, restructured Ringier's operations in Romania.
 - Additionally, Chair of BoD at Ringier Axel Springer Polska sp. z o.o., and member of the BoD at Ringier Digital Ventures AG, Ringier Axel Springer Schweiz AG, Ticketcorner AG, and Hallenstadion AG where she focuses on strategy, M&A activities and financial management.
 - In November 2019, initiated EqualVoice initiative, underscoring commitment to gender equality in media.
 - Before joining Ringier, worked at the finance department of Hamburg Süd, shipping company of Oetker Group from 2004 to 2007.
 - Studied Economics at European Business School in Oestrich-Winkel, Buenos Aires and Los Angeles, where she also received her doctorate.
 - Swiss and German citizen
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Andrea Sieber

Role (non-executive, non-independent⁽¹⁾)

- Partner at Swiss law firm MLL Legal AG, where started career in 2003 and specializes on national and cross-border M&A, private equity and capital market transactions and advises clients on corporate governance topics and general corporate and commercial laws.
 - Co-leads firm's M&A Practice Group since 2015 and served as CFO in firm's management board from 2021 to 2023.
 - Since 2016 until today, serves as Vice Chair of the BoD of Allreal Holding AG, publicly listed real estate company in Switzerland, and heads Allreal's NCC. From 2011 to 2017, served as Chair of the Supervisory Board of Roth & Rau AG. (today: Meyer Burger Germany GmbH). Member of the BoD of four private Swiss companies.
 - Law degrees from the University of St. Gallen and University of California, Davis, admitted to the Swiss bar since 2003.
 - Swiss citizen
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