



Media Release – ad hoc announcement pursuant to Art. 53 LR

## SoftwareOne proposes changes to the Board of Directors

Stans, Switzerland | 11 April 2023 – **SoftwareOne Holding AG**, a leading global software and cloud solutions provider, today announced proposed changes to the Board of Directors ahead of its upcoming Annual General Meeting (AGM) in Lucerne on 4 May 2023.

- **Founding shareholder Daniel von Stockar to retire as Chairman, while standing for re-election to the Board to lead the newly established Innovation Committee**
- **Adam Warby proposed as new independent Chairman and Marie-Pierre Rogers nominated as Vice Chair of the Board**
- **Elizabeth Theophille proposed as new independent Board member, while Peter Kurer will not seek re-election after ten years of service**
- **Changes part of the Board’s stated strategy to promote its ongoing renewal and independence**

**Daniel von Stockar, Chairman of the Board of SoftwareOne**, said, “I am convinced that under Adam’s leadership our Board of Directors will be well placed to steer SoftwareOne’s strategy. His strong business acumen and industry experience will be assets to the company as it enters its next chapter of sustainable and profitable growth. As a committed shareholder, I look forward to continuing to play an active role on the Board, including as Chairman of the new Innovation Committee.”

Adam Warby has served on SoftwareOne’s Board of Directors since 2021. He is the founder and previous CEO of Avanade, a leading provider of digital, cloud and advisory services and sustainable industry solutions. Before that, he held various management positions at Microsoft, most recently as General Manager Midwest in the US. He currently serves as Chairman of Heidrick & Struggles International, a member of the Board of SimCorp, and as a senior technology advisor to KKR.

“I greatly appreciate the Board’s confidence in nominating me as Chairman and am committed to building on what we have achieved under Daniel’s outstanding leadership,” said **Adam Warby, member of the Board of Directors of SoftwareOne**.

“We are also pleased to nominate Elizabeth Theophille for election as a new independent Board member,” **Adam Warby** added. “With over 30 years of international leadership experience in various technology roles, we are convinced that her deep sector expertise will be of great value to us.”

Elizabeth Theophille has an excellent track record of leading technology and digital transformations at multi-national organisations across several industries. Most recently, she served as Chief Technology Transformation Officer and held various leadership roles at Novartis, prior to which she was at Alcatel Lucent/Nokia, Capgemini and BP.

The proposed changes are in line with the stated strategy to safeguard the stability of the Board’s composition, while increasing its independence. Its composition is reviewed on an ongoing basis to ensure alignment with SoftwareOne’s strategy.

Peter Kurer, currently Lead Independent Director of SoftwareOne, will not stand for re-election at the upcoming AGM after joining the Board in 2013, prior to the company’s IPO in 2019.

“On behalf of my colleagues, I would like to thank Peter for his great commitment, dedication and valuable contributions over many years as our Lead Independent Director. We wish him all the best for the future,” said **Daniel von Stockar, Chairman of the Board of SoftwareOne**.

## **New committee to drive business and technology innovation**

The newly established Innovation Committee will focus on ensuring that SoftwareOne remains at the forefront of innovation and technological change in today's fast-paced market, while providing a sounding board for the newly appointed CEO. The Committee is set to be chaired by Daniel von Stockar and to include Jim Freeman and Elizabeth Theophille as members.

## **Upcoming AGM on 4 May 2023**

José Alberto Duarte, Jim Freeman, Timo Ihamuotila, Marie-Pierre Rogers, and Isabelle Romy are standing for re-election along with Adam Warby and Daniel von Stockar at the upcoming AGM.

The Board has nominated Marie-Pierre Rogers, who was first elected in 2019, to serve as new Vice Chair. With Adam Warby proposed as new independent Chairman and the Board exclusively composed of independent members with the exception of the current Chairman as the company's largest shareholder, no new Lead Independent Director will be nominated.

Daniel von Stockar, Adam Warby and Marie-Pierre Rogers as Committee Chair are standing for re-election as members of the Nomination and Compensation Committee, while José Alberto Duarte is proposed as a new member to replace Peter Kurer.

Upon election to the Board, it is intended that Elizabeth Theophille will join the Audit Committee, while Timo Ihamuotila is set to remain as Chairman along with Isabelle Romy and Jim Freeman as members.

The invitation and full agenda for the 2023 AGM on 4 May 2023 in the KKL Lucerne, Switzerland are available [here](#) on SoftwareOne's website.

## **CONTACT**

Anna Engvall, Investor Relations

Tel. +41 44 832 41 37, [anna.engvall@softwareone.com](mailto:anna.engvall@softwareone.com)

FGS Global, Media Relations

Tel. +41 44 562 14 99, [press.softwareone@fgsglobal.com](mailto:press.softwareone@fgsglobal.com)

## **ABOUT SOFTWAREONE**

SoftwareOne is a leading global software and cloud solutions provider that is redefining how organizations build, buy and manage everything in the cloud. By helping clients to migrate and modernize their workloads and applications – and in parallel, to navigate and optimize the resulting software and cloud changes – SoftwareOne unlocks the value of technology. The company's ~9,000 employees are driven to deliver a portfolio of 7,500 software brands with sales and delivery capabilities in 90 countries. Headquartered in Switzerland, SoftwareOne is listed on the SIX Swiss Exchange under the ticker symbol SWON. Visit us at [www.softwareone.com](http://www.softwareone.com)

SoftwareOne Holding AG, Riedenmatt 4, CH-6370 Stans

## **CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING INFORMATION**

*This media release may contain certain forward-looking statements relating to the group's future business, development and economic performance. Such statements may be subject to a number of risks, uncertainties and other important factors, such as but not limited to force majeure, competitive pressures, legislative and regulatory developments, global, macroeconomic and political trends, the group's ability to attract and retain the employees that are necessary to generate revenues and to manage its businesses, fluctuations in currency exchange rates and general financial market conditions,*

*changes in accounting standards or policies, delay or inability in obtaining approvals from authorities, technical developments, litigation or adverse publicity and news coverage, each of which could cause actual development and results to differ materially from the statements made in this media release. SoftwareOne assumes no obligation to update or alter forward-looking statements whether as a result of new information, future events or otherwise.*