

## Transoilgroup Inc.

Schönbüelpark 10, 9016 St. Gallen

### Resolutions of the 5<sup>th</sup> Annual General Meeting of Shareholders

Thursday, December 15, 2016, 2 p.m., at  
Hotel Bad Horn, Seestrasse 36, 9326 Horn

#### Agenda and Resolutions

**1. Approval of the accounts for 2015; presentation of the report of the auditors**

Resolution: *approval.*

**2. Use of balance sheet result**

Resolution: *CHF 2,097,524 to be carried forward.*

**3. Discharge of the Board of Directors and the Management**

Resolution: *discharge granted.*

**4. Elections**

**4.1. Board of Directors**

Resolutions: *re-election of Messrs. Shafqet Dizdari, Peter Krempin and Peter Luggen as members of the Board of Directors for the business year until the next ordinary Annual General Meeting;*

*election of Mr. Hans-Peter Vogt as a member of the Board of Directors for the business year until the next ordinary Annual General Meeting;*

*election of Dr. Frank Gregor Wettstein as a member of the Board of Directors for the business year until the next ordinary Annual General Meeting.*

**4.2. Auditors**

Resolution: *re-election of Ernst & Young AG, Zurich.*

**5. Amendment of Articles of Incorporation: Authorized capital relating to the termination of the securities lending**

Resolution: *Creation of an authorized share capital of up to CHF 200,000 through the issuance of up to 20,000,000 fully paid bearer shares with a nominal value of CHF 0.01 each; authorization of the Board of Directors to execute this capital increase until December 15, 2018; the authorized share capital shall be used to return the shares borrowed under the respective securities lending agreements; addition of a new article 3a to the Articles of Incorporation.*

St. Gallen, December 15, 2016

The Board of Directors