



Wolford Aktiengesellschaft
Bregenz, FN 68605 s
ISIN AT0000834007
(the "Company")

Proposals for resolutions
for the 33rd ordinary General Meeting of
Wolford Aktiengesellschaft
on Wednesday, 30 September 2020, 10.00am CET

AGENDA ITEM 1: Presentation of the adopted UGB annual financial statements as of 30 April 2020 together with the notes and management report, the Corporate Governance report as well as the non-financial declaration (sustainability report), the IFRS consolidated financial statements as of 30 April 2020 together with the consolidated notes and consolidated management report and the report submitted by the Supervisory Board pursuant to Section 96 Stock Corporation Act [Aktiengesetz - AktG] for the fiscal year 2019/20 as well as the report on the balance sheet results disclosed in the UGB annual financial statements as of 30 April 2020

The Management Board and the Supervisory Board of Wolford Aktiengesellschaft determine that the passing of a resolution by the General Meeting and therefore also a proposal for a resolution regarding this agenda item are not necessary. The documents relating to this agenda item can be called in the internet under <https://company.wolford.com/de/investor-relations-2/ordentliche-hauptversammlung/>. No balance sheet profit is disclosed in the annual financial statements for the fiscal year 2019/20. The passing of a resolution on the appropriation of the balance sheet profit and a corresponding agenda item will therefore cease to apply.

AGENDA ITEM 2: Passing of a resolution on the discharge of the members of the Management Board for the fiscal year 2019/20

Joint proposal for a resolution of the Management Board and the Supervisory Board:

The Management Board and Supervisory Board of Wolford Aktiengesellschaft propose that the General Meeting should pass the following resolution regarding this agenda item:

"The members of the Management Board of the Company,

- *Mr Andrew THORNDIKE, born 5 July 1966*
- *Ms Silvia AZZALI, born 28 May 1971*
- *Mr Axel DREHER, born 5 January 1965 and*
- *Ms Brigitte KURZ, born 8 May 1974*

are granted discharge for their activity in the fiscal year 2019/20."

AGENDA ITEM 3: The passing of a resolution on the discharge of the members of the Supervisory Board for the fiscal year 2019/20

Joint proposal for a resolution of the Management Board and the Supervisory Board:

The Management Board and Supervisory Board of Wolford Aktiengesellschaft propose that the General Meeting should pass the following resolution regarding this agenda item:

"The members of the Supervisory Board of the Company,

- *Dr. Junyang SHAO, born 19 January 1981,*
- *Mr Thomas DRESSENDÖRFER, born 20 February 1958,*
- *Ms Yun CHENG, born 26 March 1976,*
- *Prof. Dr. Matthias FREISE, born 1 February 1965,*
- *Ms Birgit WILHELM, born 30 November 1975,*
- *Mr Christian MEDWED, born 26 October 1979 and*
- *Mr Anton MATHIS, born 28 December 1960*

are granted discharge for their activity in the fiscal year 2019/20."

AGENDA ITEM 4: The passing of a resolution on the remuneration policies

Introductory explanation:

Pursuant to Section 78b AktG the remuneration policies for the members of the Management Board and the Supervisory Board will be submitted to this ordinary General Meeting for the passing of a resolution for the first time.

The voting on the remuneration policies has the character of a recommendation.

The remuneration policies for the members of the Management Board and for the members of the Supervisory Board can be called in the internet since Wednesday, 9 September 2020 under <https://company.wolford.com/de/investor-relations-2/ordentliche-hauptversammlung/>.

Proposal for a resolution of the Supervisory Board:

"The remuneration policies (principles for the remuneration of the members of the Management Board and the Supervisory Board) of Wolford Aktiengesellschaft in the available version are passed."

AGENDA ITEM 5: The passing of a resolution on the change to the fiscal year and the corresponding amendment to the statutes in § 30

Introductory explanation:

The fiscal year of Wolford currently runs from 1 May of a year until 30 April of the following year. Over the course of the harmonisation of the fiscal year with the Fosun Group (principal shareholder) the fiscal year is to be adjusted to the calendar year.

Joint proposal for a resolution of the Management Board and the Supervisory Board:

"The change to the fiscal year by an amendment to the statutes of Wolford AG in § 30 is passed as follows:

The fiscal year that started on 1 May 2020, will end (as a short financial year) on 31 December 2020. From 1 January 2021 the fiscal year will respectively begin on 1 January and end on 31 December."

AGENDA ITEM 6: Election of the auditor of the financial statements for the UGB annual and the IFRS consolidated financial statements for the fiscal year 2020/21

Proposal for resolution of the Supervisory Board:

The Supervisory Board of Wolford Aktiengesellschaft proposes that the General Meeting should pass the following resolution regarding this agenda item:

"Ernst & Young Wirtschaftsprüfungsgesellschaft m.b.H., Wagramer Straße 19, 1220 Vienna, is appointed as auditor for the UGB annual financial statements of the Company for the fiscal year 2021 and as auditor for the IFRS consolidated financial statements for the fiscal year 2021."

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