



## Policy

regarding the

### Use of Electronic Means at Hybrid General Meetings

of

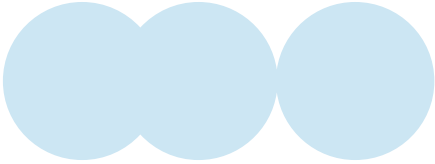
### DSM-Firmenich

The board of directors of DSM-Firmenich ("**Board**") issues the present Policy in accordance with the Swiss Code of Obligations and art. 11 para. 3 of the articles of association ("**Articles**") to outline the guidelines for participating and voting virtually at hybrid General Meetings of Shareholders ("**General Meetings**"), which provide Shareholders with the opportunity to participate and to vote both in person as well as virtually (by use of electronic means) during the General Meetings.

Even though DSM-Firmenich uses its best efforts to ensure that Shareholders are offered a best in market application to participate and vote virtually, Shareholders may experience issues related to any online application.

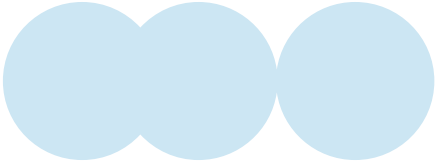
#### **A General**

- 1 DSM-Firmenich aims to assist Shareholders who wish to attend General Meetings by electronic means by providing them with an adequate opportunity to participate in General Meetings and vote virtually and real time during General Meetings.
- 2 The platform for virtual participation and voting during General Meetings will be provided by a Third-Party Agent with access via the Third-Party Agent.
- 3 Shareholders who choose to attend General Meetings virtually must identify themselves by electronic means via the Third-Party Agent to enter General Meetings through a secured access as set out in the Terms of Use of the Third-Party Agent.
- 4 Participation instructions for Shareholders are included in the invitations to General Meetings.

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- 5 DSM-Firmenich reserves the right at all times to modify, suspend or restrict the mechanisms for participating and voting virtually for some or all shareholders when this becomes necessary or advisable for technical or security reasons. In case DSM-Firmenich makes use of this right, the Board informs the Shareholders adequately.

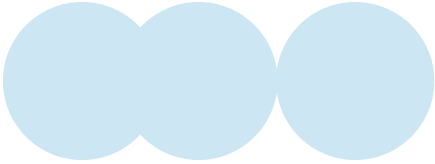
## **B Technical infrastructure**

- 6 DSM-Firmenich ensures, to the extent reasonably possible and within its responsibility, that the technical infrastructure for virtual participation in General Meetings is properly in place, secured and accessible for Shareholders with compatible devices. DSM-Firmenich will make use of reputable third parties for providing the technical infrastructure required for conducting Hybrid Meetings.
- 7 Shareholders should be aware that there will always be certain residual risks in relation to the technical infrastructure used for the virtual participation in General Meetings. These risks include, amongst others: any failure in virtual meeting equipment, software, network infrastructure, servers, internet or telephone connectivity, video or voice equipment, whether or not caused by an information security incident (which includes but is not limited to any unauthorized use, hacking, a Denial of Services attack, a denial of access, any failure or intrusion resulting from the theft or unlawful interception of a password or network access code and any other cyber-attack) or caused by any type of mechanical failure such as any electrical power outage. The failure of technology can happen on the side of DSM-Firmenich, the Third-Party Agent or with the Shareholders. To avoid such risks, Shareholders are encouraged to vote by proxy or to attend General Meetings in person.
- 8 The technical infrastructure will be implemented in a timely manner before General Meetings in order to allow Shareholders to test their access and to verify that they would be able to participate virtually in the General Meeting. DSM-Firmenich will take reasonable efforts to keep technical support lines available for Shareholders who attend the meeting virtually.
- 9 Shareholders may inform DSM-Firmenich of any failure of the technical infrastructure via the technical support lines referred to in para. 8. Any failure in virtual meeting equipment, software, network infrastructure, servers, internet or telephone connectivity, an electrical power outage or similar events, including an information security incident (which includes any unauthorized use, hacking, a Denial of Services attack, a denial of access, any failure or intrusion resulting from the theft or unlawful interception of a password or network access code and any other cyber-attack), that might prevent virtual participation in General Meetings, will, to the extent permitted by law, be at the risk and to the account of such Shareholder.

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- 10 Any failure of the technical infrastructure that occurs during a General Meeting which comes to the attention of the Chair and which affects significantly the course of the General Meeting, shall be communicated by the Chair to all Shareholders who participate in the General Meeting (both in person as virtually). The Chair may decide at his own discretion, taking into account the potential impact on the decision-making process within the General Meeting, how to proceed. He may, e.g., decide that the General Meeting must be paused, postponed or proceed without the possibility for some or all Shareholders to participate or vote during the General Meeting virtually. If technically possible and as long as the Company Secretary has not certified the final results (cf. para. 24 below), virtually cast votes that were erroneously not taken into account due to any failure of the technical infrastructure may be taken into account for the final results.
- 11 A General Meeting is only then considered not to be duly conducted with regard to the use of electronic means if, due to technical problems which DSM-Firmenich is responsible for, ultimately (possibly after some delay or a pause or short postponement of the General Meeting) (i) the identity of the participants could not be established at any point, (ii) oral contributions could not be directly transmitted, (iii) participants were not able to submit motions and participate in the debate, or (iv) the final results of votes were falsified, it not being considered a falsification if certain votes which did not influence or would not have influenced the outcome of the vote or election, without corresponding intention and malicious influence of participants or third parties, were not counted correctly or at all. General Meetings that are paused or postponed by decision of the Chair must not be repeated if the General Meeting can be continued and duly conducted on the same day.

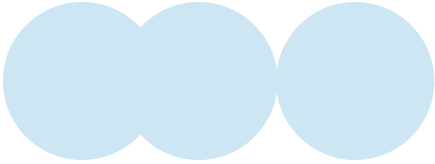
### **C Meeting rights and voting by Shareholders participating in General Meetings virtually**

- 12 Provided that the Board offers this possibility in the invitation to a General Meeting and that a Shareholder timely selects this option via the Third Party Agent in accordance with the instructions provided in said invitation, Shareholders may choose to follow the proceedings of General Meeting, participate and vote in real time virtually.
- 13 Shareholders who opt to participate virtually in a General Meeting must login via the Third-Party Agent to the voting platform facilitating the General Meeting from one hour prior to the meeting until the start of the General Meeting.
- 14 Shareholders attending a General Meeting either virtually, by proxy or in person, are counted in the time frame of one hour before the start of the General Meeting as in-person attendees for calculating how many Shareholders are represented at the General Meeting and which percentage of the issued and outstanding share capital is represented at the General Meeting. The names of the Shareholders who participate (with participation and



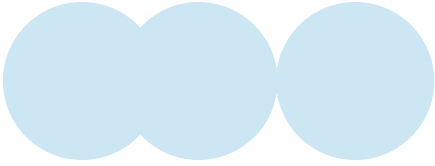
voting rights) virtually in the General Meeting will be put on the registration list of Shareholders attending the General Meeting in-person or by proxy, in accordance with the provisions of the Articles of Association of DSM-Firmenich.

- 15 Split voting on a shareholding that is held in one security account is not possible.
- 16 Questions on the topics mentioned on the agenda may be submitted prior to a General Meeting in accordance with the instructions provided in the invitation to the General Meeting. Timely received questions will be answered at the latest during the meeting and possibly thematic.
- 17 During General Meetings it is possible to raise questions virtually via a separate video connection. In order to raise questions via the video connection it is required that (i) Shareholders are registered for virtual participation via the e-voting system of the Third Party Agent ([www.abnamro.com/evoting](http://www.abnamro.com/evoting)), since only then the identity of the Shareholder can be verified and (ii) the Shareholder has indicated upfront that he or she would like to use this opportunity via [corporate.broking@nl.abnamro.com](mailto:corporate.broking@nl.abnamro.com). Shareholders who are registered for virtual participation via the e-voting system of the Third Party Agent will get further details in advance of the meeting on how to participate via a video connection and ask questions remotely. The language of General Meetings is English; however, questions may also be raised in French, Dutch and German.
- 18 The Chair may set time limits and/or question limits for Shareholders when deemed appropriate by him. The Chair will at his own discretion, alternate among in-person attendees, questions submitted in advance, and those Shareholders online who may be submitting questions in real time. The Chair may require Shareholders who have already asked questions, to wait until all other questioners have had a turn to ask questions on a given matter, before asking any other questions or making any comments.
- 19 Questions or comments that are, for example (but not limited to), not related to the proposal under discussion, have (substantially) already been asked or made at the General Meeting, are about personal concerns not shared by Shareholders generally, or use blatantly offensive or inappropriate language may be ruled out of order by the Chair at his own discretion. In the interest of the order of the meeting, the Chair can take further measures, e.g., to turn off the camera of a Shareholder or to mute or disconnect a Shareholder (analogous to the possibility of expelling a Shareholder participating in person from the room).
- 20 Questions or comments submitted by a Shareholder virtually in real time, may be checked, sorted out and combined first by a person designated thereto at the beginning of the General Meeting by the Chair.

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- 21 Questions and comments in principle cannot be asked or made anonymously by a Shareholder as his or her name may be disclosed by the Chair. When Shareholders submit questions during General Meetings and these questions are answered individually in the General Meetings, the name of the Shareholder may be disclosed in the context of the answer and the Shareholder may be recorded on video. By participating in a General Meeting, a Shareholder agrees with the relevant processing of its personal information in accordance with the relevant laws and regulations.
- 22 DSM-Firmenich avoids the appearance of, or potential for, manipulation with respect to the way it might screen, organize, combine, prioritize and answer, or fail to answer, Shareholders' questions received in advance or real time via the internet.
- 23 All appropriate questions that have been received prior and during the course of General Meetings, and DSM-Firmenich's answers to these questions, are inserted in or annexed to the written records.
- 24 The Company Secretary inter alia observes the procedural aspects of General Meetings and reviews the final vote reconciliations prior to certifying the final results.
- 25 Unless provided otherwise in the invitation to the General Meeting, votes on an agenda item shall be held after the deliberation about such item has been closed by the Chair. The Chair may decide at the beginning of a General Meeting that the votes on some or all items will be open during the General Meeting and closed after a particular or last voting item on the agenda has been discussed. Provisional voting results will not be disclosed during the General Meeting. The Company Secretary will determine when the votes on particular items will be opened and closed exactly, taking into account the previous sentences. The votes are not open for voting prior to the start of the General Meeting.
- 26 At the close of each vote or all votes, as the case may be (see para. 25), the Chair's decision about the voting expressed in the meeting is decisive to determine whether or not resolutions have been adopted by the General Meeting.

#### **D Vote confirmation and results**

- 27 Upon request of a Shareholder, a confirmation of receipt of his or her votes cast during a General Meeting will be sent to such Shareholder.
- 28 The voting results of General Meetings will be published on DSM-Firmenich's website in accordance with Swiss law. The notice of these results will also state whether there were any failures or issues encountered during the Hybrid Meeting from a technical infrastructural or information security perspective DSM-Firmenich has become aware of.



## **Annex: Definitions and Interpretation**

**Chair** means the Chair of a General Meeting.

**Company Secretary** means the Company Secretary of DSM-Firmenich.

**DSM-Firmenich** means DSM-Firmenich AG, a public company governed by Swiss law, having its legal seat in Kaiseraugst, Switzerland.

**General Meeting** means a general meeting of Shareholders of DSM-Firmenich.

**Hybrid Meeting** means an in-person (physical) General Meeting which Shareholders are also able to attend virtually through an online (video) connection, and if they wish to do so, participate and cast votes by electronic means while the General Meeting is held.

**Policy** means this Policy regarding the Use of Electronic Means at Hybrid General Meetings.

**Shareholder** means a holder of one or more shares in the capital of DSM-Firmenich or, for the purpose of this Policy, of a right of usufruct to one or more shares in the capital of DSM-Firmenich, provided that the holder has meeting rights and to the extent he or she may vote, that the holder also has the voting rights attached thereto.

**Terms of Use of the Third Party Agent** means the terms of use for the e-voting system of the Third Party Agent as they will read from time to time.

**Third-Party Agent** means ABN AMRO Bank N.V., a public company governed by Dutch law, having its legal seat in Amsterdam, the Netherlands, or any other agent offering solutions for Hybrid Meetings appointed in this regard by DSM-Firmenich.