

6. Shareholders' Participation Rights

6.1 Voting-rights Restrictions and Representation

Only persons with valid entries in the share register are recognized as shareholders or usufructuaries. A shareholder may only be represented at the Annual General Meeting by a legal representative or – by way of written proxy – by another shareholder entitled to vote, the appointed representative of the corporate body, the independent proxy or an assignee of proxy votes for deposited shares.

Each share has the right to one vote.

The shares held by Lonza Group Ltd are not entitled to vote at the Annual General Meeting and bear no dividend.

Lonza may use an electronic voting system for all the resolutions to be taken at its Annual General Meetings.

6.2 Statutory Quora

Except as otherwise stipulated by law, an absolute majority of the votes represented at the Annual General Meeting is required for resolutions and elections.

For certain important matters such as the change of the company purpose and domicile, the dissolution of the company without liquidation, and matters relating to capital increases, Article 704 of the Swiss Code of Obligation provides for a two-third majority of votes cast representing an absolute majority of nominal values of shares represented.

6.3 Convocation of Shareholders' Meetings

Ordinary Shareholders' Meetings are called in accordance with the law and the Company's Articles of Association. Extraordinary Shareholders' Meetings must be called upon resolution of a Shareholders' Meeting or if demanded by one or more shareholders representing at least 5% of the share capital.

Lonza posts the invitations to shareholders at least 20 working days before the Annual General Meeting and publishes it on its website as well as in the Swiss Official Gazette of Commerce and several newspapers.

6.4 Agenda

One or more shareholders representing together shares with a par value of CHF 100 000 may request an item to be included in the agenda of Shareholders' Meetings. The request to include an item must be submitted in writing at least 40 days before the meeting, stating the item to be included and the motions.

6.5 Entry in the Share Register

Purchasers of Lonza Group Ltd shares may submit a request to be entered, without limitation, as shareholders with voting rights in the share register, provided they expressly declare that they have acquired these shares in their own name and on their own account. Special rules exist for persons who do not expressly declare in the entry application that they hold the shares on their own account (nominees).

There are no special statutory rules concerning a deadline for entry in the share register. The share register is regularly closed three working days before the Annual General Meeting.