

**General Meeting of Aryzta AG Dated December 16, 2016**

<b>Agenda Item</b>	<b>Topic</b>	<b>Proposal</b>
1	Annual Report 2016	
1.1	Approval of the Annual Report 2016	Acceptance
1.2	Advisory Vote on the Compensation Report 2016	Acceptance
2	Appropriation of Available Earnings 2016 and Distribution of Reserves	
2.1	Appropriation of Available Earnings 2016	Acceptance
2.2	Release of Legal Reserves from Capital Contribution and Distribution as a Divident	Acceptance
3	Discharge of the members of the Board of Directors and Executive Management	Acceptance
4	Elections & Re-elections	
4.1	Board of Directors	
4.1.1	Election of Gary McGann as member and as Chairman of the Board of Directors	<b>Rejection</b>
4.1.2	Re-election of Charles Adair as member of the Board of Directors	Acceptance
4.1.3	Re-election of Dan Flinter as member of the Board of Directors	Acceptance
4.1.4	Re-election of Annette Flynn as member of the Board of Directors	Acceptance
4.1.5	Re-election of Owen Killian as member of the Board of Directors	Acceptance
4.1.6	Re-election of Andrew Morgan as member of the Board of Directors	Acceptance
4.1.7	Re-election of Wolfgang Werlé as member of the Board of Directors	Acceptance
4.1.8	Election of Rolf Watter as member of the Board of Directors	Acceptance
4.2	Remuneration Committee	
4.2.1	Re-election of Charles Adair as member of the Remuneration Committee	Acceptance
4.2.2	Election of Gary McGann as member of the Remuneration Committee	<b>Rejection</b>
4.2.3	Election of Rolf Watter as member of the Remuneration Committee	Acceptance
4.3	Re-election of the statutory auditors	Acceptance
4.4	Election of the independent proxy representative	Acceptance
5	Remuneration of the Board of Directors and Executive Management	
5.1	Remuneration of the Board of Directors until the next Annual General Meeting	Acceptance
5.2	Remuneration of Executive Management for the next financial year	Acceptance
	General instructions associated with any additional proposals or proposals for amendments to published agenda items or new proposals under Art. 700 Para. 3 SCO	<b>Rejection</b>