

Micronas Semiconductor Holding AG
Technoparkstrasse 1, 8005 Zurich

Resolutions of the ordinary Shareholders' Meeting

Tuesday, May 17, 2016, 10 a.m.,
Technopark, Technoparkstrasse 1, 8005 Zurich

Agenda and Resolutions

- 1. Approval of the Management Report 2015, annual financial statements 2015 and consolidated statements of accounts 2015; presentation of the reports of the auditors**

Resolution: *approval.*

- 2. Use of the balance sheet result**

Resolution: *carried forward of CHF -48 499 782.*

- 3. Release of the members of the Board of Directors**

Resolution: *release granted.*

- 4. Elections**

- 4.1 Re-elections to the Board of Directors**

Resolutions: *re-election of Mrs. Stefanie Kahle-Galonske and Dr. Dieter G. Seipler as members of the Board of Directors for a term of one year ending at the next ordinary Shareholders' Meeting.*

- 4.2 Elections to the Board of Directors**

Resolutions: *election of Mr. Shigenao Ishiguro and Mr. Keisuke Igarashi as members of the Board of Directors for a term of one year ending at the next ordinary Shareholders' Meeting.*

4.3 Election of the Chairman of the Board of Directors

Resolution: *election of Dr. Dieter G. Seipler as Chairman of the Board of Directors for a term of one year ending at the next ordinary Shareholders' Meeting.*

4.4 Elections to the Nomination and Compensation Committee

Resolutions: *re-election of Dr. Dieter G. Seipler and election of Mr. Shigenao Ishiguro and Mr. Keisuke Igarashi as members of the Nomination and Compensation Committee for a term of one year ending at the next ordinary Shareholders' Meeting.*

4.5 Re-election of the independent proxy holder

Resolution: *re-election of KBT Treuhand AG Zurich as independent proxy holder for a term of one year ending at the next ordinary Shareholders' Meeting.*

4.6 Re-election of the auditors

Resolution: *re-election of KPMG AG, Zurich.*

5. Compensation

5.1 Consultative vote on the Compensation Report 2015

Resolution: *affirmative notice of the Compensation Report 2015.*

5.2 Approval of the maximum aggregate amount of compensation of the members of the Board of Directors for the period up to the next ordinary Shareholders' Meeting

Resolution: *approval of the maximum amount of compensation of CHF 300 000 of the members of the Board of Directors for the period up to the next ordinary Shareholders' Meeting.*

5.3 Approval of the maximum aggregate amount of compensation of the members of the Micronas Group Management for the current financial year 2016

Resolution: *approval of the maximum amount of compensation of CHF 1 440 000 of the members of the Micronas Group Management for the current financial year 2016.*

Zurich, May 17, 2016

The Board of Directors