



AS SMALL WORLD

## REMUNERATION REPORT 2018



# REMUNERATION REPORT

## 1. COMPENSATION, SHAREHOLDINGS AND LOANS

In this Remuneration report, all information on ASmallWorld AG, in general, as well as on ASmallWorld AG's board of directors (the Board of Directors) or executive management (the Executive Management) and ASmallWorld AG's compensation, in particular, is as of December 31, 2018, unless stated otherwise.

No loans have been granted to members of the Board of Directors or to members the Executive Management.

### 1.1. CONTENT AND METHOD OF DETERMINING THE COMPENSATION AND THE SHAREHOLDING PROGRAMMES

#### 1.1.1. BASIC PRINCIPLES AND ELEMENTS OF THE COMPENSATION

The compensation is in line with ASmallWorld AG's articles of association (the Articles of Association) and regulations as well as with the Swiss Ordinance against Excessive Compensation at Listed Joint-Stock Companies (OaEC or VegüV; Verordnung gegen übermässige Vergütungen bei börsenkotierten Aktiengesellschaften). The remunerations also comply with the recommendations of the Directive on Information relating to Corporate Governance of the SIX Swiss Exchange (Corporate Governance Directive). OaEC specifically bans termination payments, advance remunerations and commissions for the takeover of companies. None of ASmallWorld AG's remunerations fall into any of these categories. FINMA's Circular 2010/1 «Remuneration Systems» has been in force since January 1, 2010. The circular is primarily relevant for banks, securities dealers and other financial institutions as defined in the circular. Although ASmallWorld AG does not fall under the definition of financial institutions as defined in the circular, it uses the recommendations as guidance for its remuneration principles.

The compensations of the members of the Board of Directors and the members of the Executive Management shall be adequate, competitive and performance-oriented and shall be set in line with the strategic goals as well as the success of ASmallWorld AG.

**Adequate:** Adequacy is the basis of a fair remuneration system and ensures that nobody is discriminated against. For this reason, the function of a person (skills and responsibility), and the level of effort and personal involvement required in the success of ASmallWorld AG are taken into account when determining compensation. In certain functions, experience or specific know-how are also important components.

**Competitive:** ASmallWorld AG needs a competitive compensation system to recruit and retain the best employees to accomplish its mission. For this reason, it is orientated towards the compensation models of companies that compete with ASmallWorld AG for talent. Companies in competition with ASmallWorld AG for talent include public and private Western European and North American firms in the technological sector, established companies or start-ups, with digital business models.

**Performance-oriented:** At ASmallWorld AG, compensation reflects first and foremost the performance of the employee. In addition to the individual performance, the work within a team and across departments is also encouraged and recognised. In addition to the fixed remuneration, compensation may also contain variable components – above all where the individual performance is measurable and contributes directly towards the success of the business. Performance metrics include qualitative metrics like co-worker reviews, client feedback, overall commitment to the company, personal exposure in the role, level of responsibility. Further quantitative metrics support the assessment, and metrics include but are not limited to revenue growth, member growth, success in reaching pre-defined technological milestones etc.

**In line with strategic goals:** Corporate culture at ASMALLWORLD AG is based on long-term success. This is demonstrated by the continuous success of our services, events, platforms and products, as well as by the development of the employees in particular. The compensation system is therefore designed to support ASMALLWORLD AG's long-term development, and for this reason, the variable components in particular are structured in such a way that members of the Executive Committee receive a part of their variable compensation in the form of options on shares in ASMALLWORLD AG vesting over a certain time period. This supports their long-term commitment and brings their interests into line with those of ASMALLWORLD AG and its investors.

Note that no member of the Board of Directors received a 'golden handshake', and no additional compensation is to be received by members of the Board of Directors in the event of a change of control.

## 1.1.2. RESPONSIBILITIES AND PROCEDURES FOR DETERMINING THE COMPENSATION AND SHARE OWNERSHIP PROGRAMMES

The responsibilities and procedures for determining the compensation and share ownership programmes for members of the Board of Directors and Executive Management are also mentioned under section 3.6.3 Compensation Committee of ASMALLWORLD AG's Corporate Governance Report pursuant to the Corporate Governance Directive (the Corporate Governance Report) (for the Corporate Governance Report, please refer to <https://www.asmallworldag.com/financial-reports>).

The Articles of Association state that the shareholders meeting of ASMALLWORLD AG (the Shareholders Meeting) elects the compensation committee (Vergütungsausschuss) (the Compensation Committee), which consists of two members or more. The members of the Compensation Committee are elected individually. Only members of the Board of Directors are eligible for election. The ordinary term of office for the members of the Compensation Committee ends at the latest with the closing of the ordinary Shareholders Meeting following their election. Re-election is admissible. If the Compensation Committee is not fully staffed, the Board of Directors elects the missing members for the rest of the ordinary term.

The task of the Compensation Committee is to prepare the resolution of the Board of Directors concerning compensations of members of the Board of Directors and members of Executive Management and to submit a corresponding proposal to the Board of Directors. The Board of Directors resolves based on the proposal of the Compensation Committee on the compensation of the members of the Board of Directors and the members of Executive Management and submits these resolutions to the Shareholders Meeting to be voted on in accordance with art. 26d of the Articles of Association. The compensation and share ownership programmes are determined every year by the Compensation Committee. All members of the Compensation Committee and of the Board of Directors, respectively, have the right to participate in discussions and votes on their own compensation. To fulfil its duties, the Compensation Committee may consult other persons and external consultants and have them participate in its meetings. The Board of Directors may assign further tasks to the Compensation Committee.

In the year under report, the Compensation Committee met once. No external advisors were consulted on the determination of the compensation and share ownership programmes.

## 1.1.3. CHANGES DURING THE YEAR UNDER REPORT

The employment contract with Chief Revenue Officer, Tino Köhler, was terminated in December 2018 and he left ASMALLWORLD AG in February 2019.

## 1.2. RULES IN THE ARTICLES OF ASSOCIATION ON COMPENSATION AND STOCK OPTION PLANS

### 1.2.1. PRINCIPLES ON PERFORMANCE-RELATED COMPENSATION AND THE ADDITIONAL AMOUNT FOR PAYMENTS TO MEMBERS OF THE EXECUTIVE MANAGEMENT

The Articles of Association state that the compensations of the members of the Board of Directors and the members of Executive Management shall be adequate, competitive and performance-oriented and shall be set in line with the strategic goals as well as the success of ASMALLWORLD AG, as outlined in more detail in section 1.1.1 above.

ASMALLWORLD AG may pay to the members of the Board of Directors and the members of Executive Management a performance-related compensation. Such compensation is dependent on the qualitative and quantitative goals and parameters determined by the Board of Directors, as outlined in more detail in section 1.1.1 above. The performance-related compensation may be paid in cash or by allocating equity securities, conversion rights, option rights or other rights with equity securities as underlying. The performance-related compensation of a member of the Board of Directors or a member of the Executive Management shall, as a rule, not exceed 200% of the fixed compensation of such member.

If the total amount approved for the compensation of the Executive Management is insufficient to compensate members of the Executive Management nominated after the resolution of the Shareholders Meeting until the beginning of the following approval period, ASMALLWORLD AG may use per person an additional amount of not more than 50% of the previously approved total compensation of the Executive Management during the respective approval period. The Shareholders Meeting does not vote on the used additional amount.

### 1.2.2. PRINCIPLES FOR THE ALLOCATION OF EQUITY SECURITIES AND STOCK OPTION PLANS

As part of the compensation of a member of the Board of Directors or a member of the Executive Management, ASMALLWORLD AG may allocate equity securities, conversion rights, option rights or other rights with equity securities as underlying. In case of allocation of equity securities, conversion rights, option rights or other rights with equity securities as underlying, the amount of the compensation is equal to the value of the securities or, respectively, the rights allocated determined as at the time of the allocation, whereby conditions precedent and subsequent are not taken into account to determine the time of allocation. The Board of Directors may determine blocking periods for holding the securities or, respectively, the rights and may determine when and to what extent entitled persons acquire an entitlement that is neither subject to conditions nor requirements and under what terms and conditions blocking periods laps and entitled persons acquire promptly an entitlement that is neither subject to conditions nor requirements (e.g. in case of a change of control, a material restructuring, or the termination of an employment agreement). Details are to be determined by the Board of Directors, as outlined in more detail in section 1.1.1 above.

The allocation of equity securities, conversion rights, option rights or other rights with equity securities as underlying that members of the Board of Directors or members of the Executive Management receive in their function as shareholders of ASMALLWORLD AG (e.g. subscription rights within a capital increase or option rights within a capital reduction) shall not be regarded as compensations and is not subject to the aforementioned provisions on compensations.

### 1.2.3. EMPLOYMENT AGREEMENTS, LOANS, CREDIT FACILITIES AND PENSION PAYMENTS OUTSIDE THE OCCUPATIONAL PENSION, FURTHER ASSIGNMENTS

The Articles of Association state that employment agreements with members of the Executive Management and agreements with members of the Board of Directors that form the basis of the compensation for the respective members are entered into for a fixed term of not more than one year or for an indefinite term with a termination period of not more than twelve months as per the end of each calendar month.

Loans and credits may only be granted to the members of the Board of Directors or the members of the Executive Management at market terms. Outstanding loans and credits to such members shall not exceed the amount of CHF 3'000'000.00 in total.

If they are subject to mandatory occupational pension or if they join the pension fund, members of Executive Management shall be subject to the pension fund and shall receive pension payments in accordance with the pension regulations, including any supplementary pension payments. The members of the Board of Directors may join the pension fund if this is possible based on the pension regulations. ASMALLWORLD AG shall make the pension contributions in accordance with the pension regulations. In case of sickness or accident of a member of the Board of Directors or a member of the Executive Management, ASMALLWORLD AG may continue to pay the salary of such member in accordance with regulations issued by the Board of Directors or, respectively, in accordance with insurance payments.



Pension payments by ASmallWorld AG or an affiliate of ASmallWorld AG, be it directly or by third parties, to the members of the Board of Directors or the members of the Executive Management that, according to the law or regulations, may not or do not have to join the pension fund and in fact do not join the pension fund, shall in each year not exceed 40% of the yearly compensation of the person concerned. Pension payments by ASmallWorld AG, an affiliate of ASmallWorld AG or a third party to the persons mentioned for which ASmallWorld AG or an affiliate of ASmallWorld AG made contributions or set up accruals, in each case approved by the Shareholders Meeting, are at the time of the payment no compensation subject to approval.

#### 1.2.4. VOTING PROCEDURE BY THE SHAREHOLDERS MEETING

The Articles of Association state that at least once a year, the Shareholders Meeting votes separately and in a binding manner on the approval of the total compensation that the Board of Directors has resolved for:

1. the compensation of the Board of Directors (including a possible additional compensation for work in committees) for the business year following the ordinary Shareholders Meeting;
2. the fixed compensation of the Executive Management for the business year following the Shareholders Meeting;
3. the variable compensation of the Executive Management for the current business year;
4. the discretionary compensation (gratification) for the Executive Management for the business year that ended prior to the ordinary Shareholders Meeting.

If, within the binding vote in accordance with art. 26d sec. 1 of the Articles of Association, the Shareholders Meeting refuses the approval of a total amount for the members of the Board of Directors or the members of the Executive Management, the Board of Directors may, at the same Shareholders Meeting submit new motions (even several times). If no new motions are submitted or if all motions are dismissed, the Board of Directors may at any time, observing the legal and statutory requirements, call a new Shareholders Meeting.

Expense recovery is no compensation. ASmallWorld AG may grant the members of the Board of Directors and the members of the Executive Management approved lump sum expense recovery.

Members of the Board of Directors and members of the Executive Management may receive compensations for services rendered or work performed for companies that are directly or indirectly controlled by ASmallWorld AG, insofar such compensations would be admissible if they were paid directly by ASmallWorld AG and insofar they were approved by the Shareholders Meeting of ASmallWorld AG. The compensations approved by the Shareholders Meeting in accordance with art. 26d sec. 1 of the Articles of Association may be paid by ASmallWorld AG and/or one or several affiliates of ASmallWorld AG.

The compensation periods of ASmallWorld AG correspond to ASmallWorld AG's business year in terms of time. A compensation for a particular period that is covered by an approval by the Shareholders Meeting may partly or entirely be paid also after the end of such period, provided it is paid for the period to which the approval relates. In this case the compensation does not have to be subject to an approval regarding the period during which the compensation is paid.

### 1.3. COMPENSATION OF THE BOARD OF DIRECTORS

#### 1.3.1. DETERMINATION METHOD

The Compensation Committee has the responsibility to review and assess the compensation of the Board of Directors. When reviewing and assessing the compensation of the Board of Directors, the Compensation Committee takes into account the remuneration of comparable listed companies as well as the actual and necessary involvement of the member in question. Comparable companies include public Western European and North American firms in the technological sector, established companies or start-ups, with analogous digital business models relating to virtual social networking and events management. Based on the Compensation Committee's proposal, the Board of Directors shall stipulate the compensation of its members and shall submit the maximum remuneration of the Board of Directors to the Shareholders Meeting for approval. More details on the basic principles of compensation are outlined in section 1.1.1 above.

## 1.3.2. FIXED COMPENSATION

ASMALLWORLD AG has paid the following fixed compensation in the following form and amount for 2018:

<b>Name</b>	<b>Functions</b>	<b>Cash compensation</b>	<b>Option compensation (excluding social security contributions)</b>
Patrick Liotard-Vogt	Chairman of the Board of Directors; Chairman of the Compensation Committee; Chairman of the Audit Committee	CHF 0	26'668 options, valued at CHF 145'652.
Jan Luescher	Member of the Board of Directors; Chief Executive Officer	CHF 0	0 options
Dr. Luca Schenk	Member of the Board of Directors; Member of the Compensation Committee	CHF 0	5'000 options, valued at CHF 27'869 **
Michael Manz	Member of the Board of Directors; Member of the Audit Committee	CHF 0	5'000 options, valued at CHF 27'869
Alexander Koenig (Dr. Fabian Höffer von Loewenfeld)	Member of the Board	CHF 0	0 options
<b>Total</b>		<b>CHF 0</b>	<b>36'668 options, valued at CHF 201'390</b>

(\*) Dr. Luca Schenk has resigned with effect as of February 1, 2019 to focus his time on other projects.

(\*\*) Dr. Luca Schenk's options were exercised in 2018, and CHF 1'101 of social contributions were paid.

### 1.3.3. VARIABLE COMPENSATION

The members of the Board of Directors did not receive any variable compensation for the year under report.

### 1.3.4. OTHER COMPENSATION

Salary components such as public transport season tickets and private use of company cars are reported under the heading “other compensation” of this section. During the year under report, as well as in the previous year, the members of the Board of Directors did not receive any compensation that falls into this category.

### 1.3.5. SOCIAL INSURANCE

The reported employer social insurance contributions encompass payments for AVS when members of the Board of Directors exercise their options. They correspond to the contributions stipulated by law. ASmallWorld AG does not make any contributions on behalf of members of the Board of Director exceeding these.

### 1.3.6. LOANS AND CREDITS

No loans and credits were extended in 2018 to members of the Board of Directors, and there were neither loans nor credit facilities outstanding at the start of the period.

### 1.3.7. ADDITIONAL FEES AND REMUNERATION

There were no additional fees and remuneration.

## 1.4. PROPOSAL TO THE SHAREHOLDERS MEETING OF APRIL 12, 2019

The Board of Directors proposes to the Shareholders Meeting of April 12, 2019 to approve a maximum fixed compensation for the Board of Directors in the amount of CHF 1'000'000.00 and in the form of options (including the corresponding employer social insurance contributions) for the compensation period 2020.

## 1.5. COMPENSATION OF THE EXECUTIVE MANAGEMENT

### 1.5.1. DETERMINATION METHOD

The compensations of the members of the Board of Directors and the members of the Executive Management shall be adequate, competitive and performance-oriented and shall be set in line with the strategic goals as well as the success of ASmallWorld AG. Criteria are further detailed in section 1.1.1 above.

ASSmallWorld AG has paid the following compensation in the following forms and amounts for 2018:

Compensation for 2018 period	Fixed (cash)	Gratification (cash)	Social contributions	Other compensation	Variable (options)
Total Executive Management	CHF 514'167	CHF 53'333	CHF 59'358	CHF 3'655	130'796, valued at CHF 714'175

The options granted have a maturity of ten years and may only be redeemed in exchange for common shares of ASSmallWorld AG with a conversion ratio of 1:1. The exercise price is CHF 1.00. There were two grants during the year, each with a six-month vesting period.

## 1.5.2. FIXED COMPONENTS

The Chief Executive Officer and the remaining members of the Executive Management received a basic salary. The level of the basic salary is based above all on the function (responsibilities and skills) as well as on the experience and qualifications of the relevant member of the Executive Management. The compensation is also based on current executive salary statistics for executive salaries comparable companies. Comparable companies include public and private Western European and North American firms in the technological sector, established companies or start-ups, with digital business models. Criteria are further detailed in section 1.1.1 above. The payment of the fixed components is performed monthly in cash.

## 1.5.3. VARIABLE COMPONENTS AND GRATIFICATION

The bonus paid to the Chief Executive Officer and the remaining members of the Executive Management consists of two components, reflecting on the one hand the consolidated results of ASMALLWORLD group and on the other hand the individual achievement of objectives. The criteria for variable components and for the gratification are further detailed in section 1.1.1 above. If the financial or individual targets have not been achieved, the Board of Directors may reduce or suspend the bonus components at its own discretion.

## 1.6. PROPOSALS TO THE SHAREHOLDERS MEETING OF APRIL 12, 2019

### 1.6.1. PROPOSAL FOR THE BUSINESS YEAR 2020

The Board of Directors proposes a maximum fixed compensation for the Executive Management in the amount of CHF 1'500'000.00 and the corresponding employer social insurance contributions for the business year following the ordinary Shareholders Meeting of April 12, 2019.

### 1.6.2. PROPOSAL FOR THE BUSINESS YEAR 2018

The Board of Directors proposes a discretionary compensation for the Executive Management in the amount of CHF 53'333.00 for the 2018 business year that ended prior to the ordinary Shareholders Meeting of 2019. The variable compensation of the members of the Executive Management varies from 0% to 20% of their fixed compensation, depending on the individual achievement of their objectives. The Board of Directors also proposes a variable remuneration in options (130'796 options) in the amount of CHF 714'175

in accordance with the share-based management benefit program of ASMALLWORLD AG, a program which provides for options to be granted to ASMALLWORLD AG's senior employees (the Employee Share Option Plan).

### 1.6.3. PROPOSAL FOR THE BUSINESS YEAR 2019

For the current business year, the Board of Directors proposes a maximum variable remuneration for the Executive Management in the form of options in the amount of CHF 2'500'000.00 following the Employee Share Option Plan. The Board of Directors also proposes a maximum variable compensation in cash for the Executive Management in the amount of CHF 200'000.00 for the current 2019 business year. The cash variable compensation of the members of the Executive Management would vary from 0 to 200% of their fixed compensation, depending on the individual achievement of their objectives.

## 1.7. OTHER COMPENSATION

Salary components such as public transport season tickets and private use of company cars are reported under the heading "other compensation". During the year under report, as well as in the previous year, the members of the Executive Management received CHF 3'655 of compensation that falls into this category.

## 1.8. SOCIAL INSURANCE

The reported employer social insurance contributions encompass all mandatory payments (including administrative costs) and correspond to the contributions stipulated by law. ASMALLWORLD AG does not make any contributions on behalf of the Executive Management members exceeding these contributions stipulated by law.

## 1.9. LOANS AND CREDITS

No loans and credits were extended in 2018 to members of the Executive Management. There were neither loans nor credits granted at the start of the period.

## 1.10. ADDITIONAL FEES AND REMUNERATION

No additional fees or remuneration were paid to members of the Executive Management for the financial year 2018.



## 1.11. SHARE OWNERSHIP

### 1.11.1. BOARD OF DIRECTORS

The table below shows the number of existing shares that are held by the individual members of the Board of Directors and the rights to receive shares (directly or indirectly) held by such persons as of year-end 2018. None of the members of the Board of Directors holds any rights that would qualify as 'sale positions' under the Federal Act on Financial Market Infrastructures and the Market Conduct in Securities and Derivatives Trading (Financial Market Infrastructure Act; Finanzmarktinfrastrukturgesetz).

Name	Shares held – purchase position for shares	% of the capital registered in the Commercial Register	% of voting rights
Patrick Liotard-Vogt	7,813,304 existing shares; rights to acquire 26'668 shares in accordance with the Employee Share Option Plan	68.74%*	68.74%*
Jan Luescher	0 existing shares; rights to acquire 95'796 shares in accordance with the Employee Share Option Plan	0.84%	0.84%
Dr. Luca Schenk	5'000 existing shares; 0 rights to acquire shares in accordance, since options from Employee Share Option Plan were exercised	0.04%	0.04%
Michael Manz	0 existing shares; rights to acquire 5'000 shares in accordance with the Employee Share Option Plan	0.04%	0.04%
Dr. Fabian Höffer von Loewenfeld (Alexander Koenig)	915'000 existing shares; no rights to acquire shares in accordance with the Employee Share Option Plan	8.05%***	8.05%***

(\*) As of year-end 2018, Patrick Liotard-Vogt is the controlling shareholder and beneficial owner of ASW Capital AG, the majority shareholder of ASMALLWORLD AG. Due to the capital increase in December 2018 (detailed in section 2.3 Changes in Capital of the Corporate Governance Report, available under <https://www.asmallworldag.com/financial-reports>), the figures were at year end 68.74%, differing from the disclosure notice on SIX Swiss Exchange of 68.71%

(\*\*) Dr. Luca Schenk has resigned with effect as of February 1, 2019 to focus his time on other projects.

(\*\*\*) As of year-end 2018, Dr. Fabian Höffer von Loewenfeld (Alexander Koenig) is the controlling shareholder and beneficial owner of First Class & More Knowledge GmbH, through which the ASMALLWORLD AG shares are held. Due to the capital increase in December 2018 (detailed in section 2.3 Changes in Capital of the Corporate Governance Report, available under <https://www.asmallworldag.com/financial-reports>), the figures were at year end 8.05%, differing from the disclosure notice on SIX Swiss Exchange of 9.25%.

## 1.11.2. EXECUTIVE MANAGEMENT

The table below shows the number of existing shares that are held by the individual members of the Executive Management and the rights to receive shares (directly or indirectly) held by such persons as of year-end 2018. None of the members of the Executive Management holds any rights that would qualify as 'sale positions' under the Financial Market Infrastructure Act.

<b>Name</b>	<b>Shares held – purchase position for shares</b>	<b>% of the capital registered in the Commercial Register</b>	<b>% of voting rights</b>
Jan Luescher	See section 1.11.1 above	See above under Board of Directors	See above under Board of Directors
Tino Köhler*	0 existing shares; rights to acquire 35'000 shares in accordance with the Employee Share Option Plan	0.31%	0.31%
Stefan Keller	0 existing shares; No rights to acquire shares in accordance with the Employee Share Option Plan	0%	0%

(\*) The employment contract with Chief Revenue Officer, Tino Köhler, was terminated in December 2018 and he left ASMALLWORLD AG in February 2019.

## 2. ADDITIONAL INFORMATION REQUIRED BY VEGÜV / OAEC

This section of the Remuneration report provides quantitative information on the individual components of the compensation of the Board of Directors and of the Executive Management, as stipulated by art. 14 to 16 of the OaEC. Sections 2.1, 2.2 and 2.3 of this Remuneration report have been reviewed by the auditors in accordance with the OaEC.

### 2.1. COMPENSATION PAID DURING THE COMPENSATION PERIOD 2018 – AUDITED INFORMATION

The Remuneration report and the information provided herein refer to the compensation period 2018. AS SMALLWORLD AG's compensation periods correspond with the respective financial year of AS SMALLWORLD AG.

#### 2.1.1. COMPENSATION PAID TO EXISTING MEMBERS OF THE BOARD OF DIRECTORS

The total compensation amounts to CHF 202'491.

Name	Functions	Cash	Shares	Options	Social contributions*	Total
Patrick Liotard-Vogt	Chairman of the Board of Directors; Chairman of the Compensation Committee; Chairman of the Audit Committee	CHF 0	CHF 0	CHF 145'652	CHF 0	<b>CHF 145'652</b>
Jan Luescher	Member of the Board of Directors; Chief Executive Officer	CHF 0	CHF 0	CHF 0	CHF 0	<b>CHF 0</b>
Dr. Luca Schenk**	Member of the Board of Directors; Member of the Compensation Committee	CHF 0	CHF 0	CHF 27'869	CHF 1'101	<b>CHF 28'970</b>
Michael Manz,	Member of the Board of Directors; Member of the Audit Committee	CHF 0	CHF 0	CHF 27'869	CHF 0	<b>CHF 27'869</b>
Alexander Koenig (Dr. Fabian Höffer von Loewenfeld)	Member of the Board	CHF 0	CHF 0	CHF 0	CHF 0	<b>CHF 0</b>
<b>Total</b>		<b>CHF 0</b>	<b>CHF 0</b>	<b>CHF 201'390</b>	<b>CHF 1'101</b>	<b>CHF 202'491</b>

(\*) Social contributions include the employer's social security contributions.

(\*\*) Dr. Luca Schenk has resigned with effect as of February 1, 2019 to focus his time on other projects.

#### 2.1.2. COMPENSATION PAID TO FORMER MEMBERS OF THE BOARD OF DIRECTORS

No compensation was paid to former members of the Board of Directors

## 2.1.3. COMPENSATION PAID TO EXISTING MEMBERS OF THE EXECUTIVE MANAGEMENT

The total compensation amounts to CHF 1'344'687. Of the total amount, CHF 0 were paid in the form of shares and CHF 714'175 in the form of options. The Executive Management consists of three members.

The highest compensation per member amounts to CHF 774'885.

Name	Functions	Cash*	Options	Social contributions**	Other compensation***	Total
Jan Luescher	Chief Executive Officer	CHF 225'000	CHF 526'938	CHF 22'947	CHF 0	<b>CHF 774'885</b>
Other members		CHF 342'499	CHF 187'237	CHF 36'411	CHF 3'655	<b>CHF 569'802</b>
<b>Total</b>		<b>CHF 567'499</b>	<b>CHF 714'175</b>	<b>CHF 59'358</b>	<b>CHF 3'655</b>	<b>CHF 1'344'687</b>

(\*) Cash includes gratifications of CHF 53'333 for other members.

(\*\*) Pension and social security benefits include the employer's social security and pension fund contributions as well as contributions for accident and illness insurance. Employees' contributions are stated in the other compensation items.

(\*\*\*) Other compensation includes a public transportation season ticket.

There was no additional amount for compensation used.

## 2.1.4. COMPENSATION PAID TO FORMER MEMBERS OF THE EXECUTIVE MANAGEMENT

No compensation was paid to former members of the Executive Management.

## 2.2. LOANS AND CREDIT FACILITIES – AUDITED INFORMATION

### 2.2.1. EXISTING MEMBERS OF THE BOARD OF DIRECTORS

No loans or credit facilities were granted to existing members of the Board of Directors.

### 2.2.2. FORMER MEMBERS OF THE BOARD OF DIRECTORS OR EXECUTIVE MANAGEMENT

No loans or credit facilities were granted to former members of the Board of Directors.

## 2.3. RELATED PARTIES – AUDITED INFORMATION

### 2.3.1. COMPENSATION MADE TO RELATED PARTIES

No compensation was made to related parties to the Board of Directors or the Executive Management.

### 2.3.2. LOANS AND CREDIT FACILITIES GRANTED TO RELATED PARTIES

No loans or credit facilities were granted to related parties to the Board of Directors or the Executive Management.



## **Report of the statutory auditor**

**to the General Meeting of  
ASMALLWORLD Ltd.  
Zürich**

We have audited the remuneration report of ASMALLWORLD Ltd. for the year ended 31 December 2018. The audit was limited to the information according to articles 14–16 of the Ordinance against Excessive Compensation in Stock Exchange Listed Companies (Ordinance) contained in the tables labeled ‚audited information‘ on pages 11 to 12 of the remuneration report.

### **Board of Directors’ responsibility**

The Board of Directors is responsible for the preparation and overall fair presentation of the remuneration report in accordance with Swiss law and the Ordinance against Excessive Compensation in Stock Exchange Listed Companies (Ordinance). The Board of Directors is also responsible for designing the remuneration system and defining individual remuneration packages.

### **Auditor’s responsibility**

Our responsibility is to express an opinion on the accompanying remuneration report. We conducted our audit in accordance with Swiss Auditing Standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the remuneration report complies with Swiss law and articles 14–16 of the Ordinance.

An audit involves performing procedures to obtain audit evidence on the disclosures made in the remuneration report with regard to compensation, loans and credits in accordance with articles 14–16 of the Ordinance. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatements in the remuneration report, whether due to fraud or error. This audit also includes evaluating the reasonableness of the methods applied to value components of remuneration, as well as assessing the overall presentation of the remuneration report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.





**Opinion**

In our opinion, the remuneration report of ASMALLWORLD Ltd. for the year ended 31 December 2018 complies with Swiss law and articles 14–16 of the Ordinance.

PricewaterhouseCoopers AG

A handwritten signature in black ink, appearing to be 'TW', written over a faint, light-colored grid background.

Thomas Wallmer  
Audit expert  
Auditor in charge

A handwritten signature in black ink, appearing to be 'RH', written over a faint, light-colored grid background.

Remo Hegner  
Audit expert

Zürich, 18 March 2019

[ASMALLWORLDAG.COM](http://asmallworldag.com)