

Corporate Governance

NEUE BANK AG is committed to responsible corporate management oriented toward long-term value creation. It regards sound corporate governance as a key success factor and an indispensable prerequisite for creating sustainable value for clients and shareholders, as well as for all other stakeholders, and for achieving the company's strategic objectives. Key elements of corporate governance include a clearly defined and balanced allocation of competencies and responsibilities between the Board of Directors and the Executive Board, the independence of the bank, and transparent communication with the public.

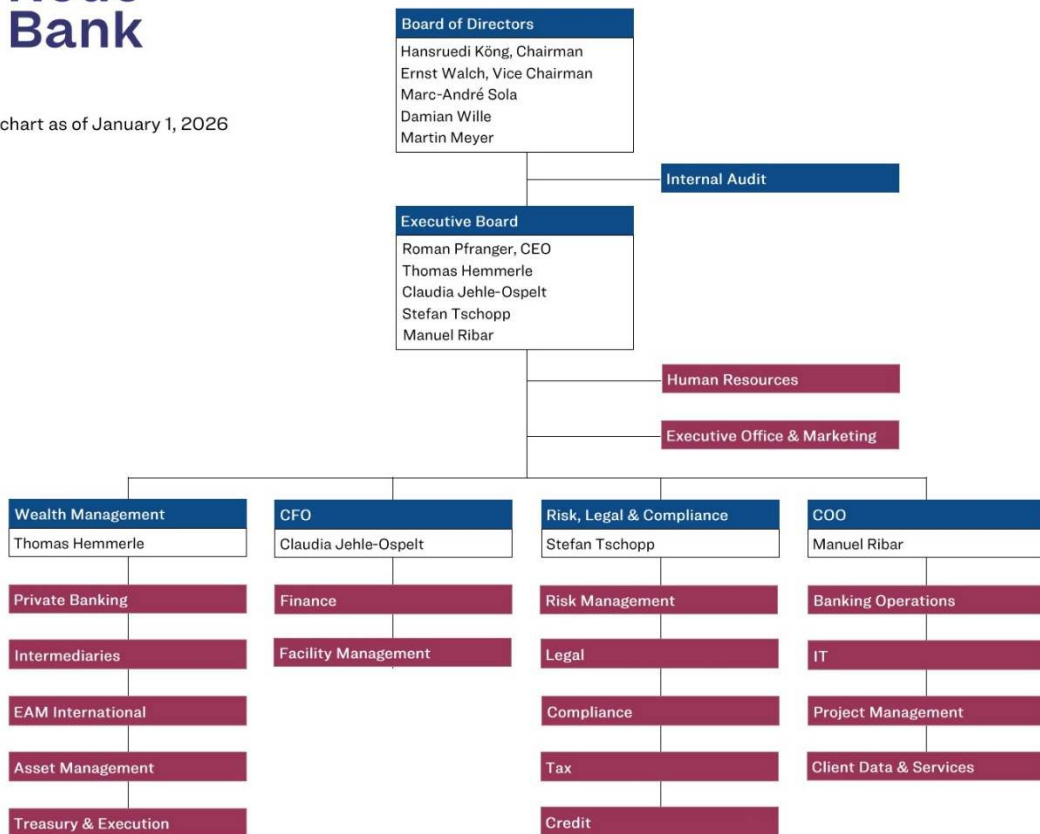
Corporate Structure and Shareholding

1.1 Corporate Structure as at 1 January 2026

NEUE BANK AG (hereinafter referred to as Neue Bank) is a joint-stock company under Liechtenstein law and is not listed on a stock exchange. The following organizational chart illustrates the bank's operational structure. Operational management is the responsibility of the Executive Board. It consists of the CEO as well as the heads responsible for Wealth Management, CFO, Risk, Legal & Compliance, and COO.



Organisation chart as of January 1, 2026



1.2 Significant Shareholders (Principal Shareholders)

As at 31 December 2024, the following shareholders held more than 10 percent of the share capital of NEUE BANK AG or controlled more than 5 percent of the voting rights.

Name	Nominal value	Voting interest in %
Hermann Wille Familienstiftung	13'057	34.6
Dornberg Familienstiftung	1'918	9.4
Fanama Stiftung	1'805	8.5
Elmar Bürzle	1'760	8.3
Dylai Stiftung	3'235	6.2

1.3 Affiliated Companies and Equity Interests

NEUE BANK AG has not entered into any cross-shareholding arrangements with other companies, either in terms of capital or voting rights. It is therefore completely independent and does not need to take any group or third-party interests into account in its business activities.

2 Capital Structure

As at 31 December 2024, the share capital of Neue Bank amounted to CHF 40.00 million and consists of fully paid registered shares with a nominal value of CHF 100.00 each, carrying one, two, or six votes per share. The registered shares of Neue Bank are not listed but are predominantly held by Liechtenstein nationals. The shares carry membership rights as defined under the Liechtenstein Persons and Companies Act (PGR) and the bank's Articles of Association.

Neue Bank has neither issued participation certificates nor profit-sharing certificates, nor does it have any outstanding convertible bonds or options on its own shares. As at the balance sheet date, Neue Bank had neither authorized nor conditional capital.

The share capital of Neue Bank has remained unchanged since December 1992. The total equity of Neue Bank developed over the past three financial years (as at the respective balance sheet dates and after profit appropriation) as follows:

in thousand CHF	31.12.2024	31.12.2023	31.12.2022
Share Capital	40'000	40'000	40'000
Statutory Reserves	8'000	8'000	8'000
Other Reserves	81'354	80'554	79'154
Provisions for General Banking Risks	10'200	14'800	15'980
Retained Earnings	118	192	191
Total	139'672	143'546	143'325

Further details on the financial key figures can be found in the bank's annual report.

3 Management

3.1 Board of Directors

The Board of Directors is responsible for the overall management, supervision, and control of the Executive Board in accordance with the law and the Articles of Association. Within this framework, it ensures the secure, performance-oriented, and forward-looking management of the bank by the Executive Board.

Article 21 of the Liechtenstein Banking Act provides for a clear separation between the ultimate management, supervision, and control by the Board of Directors and the operational management. The Board of Directors consists exclusively of non-executive members (i.e., members not actively involved in day-to-day management).

The Board exercises oversight of the Executive Board. For example, it establishes the Organization and Business Regulations (OGR), risk and credit policies, and receives regular reports from the Executive Board—at least quarterly—on business development, business risks, compliance, accounting, and other relevant matters. At least four Board meetings are held each year.

The Board of Directors is responsible for preparing and disclosing the annual reports, approving interim financial statements, preparing the General Meeting, and implementing its resolutions. The annual report is approved by the Board after review by the external auditor. Following this approval, the Board submits the annual report to the General Meeting for adoption. Approval of the semi-annual interim financial statements by the Board is carried out without prior review by the external auditor.

To support its supervisory and control functions, the Board relies on the Internal Audit. The Board has defined the duties and powers of Internal Audit in a separate regulation. Internal Audit examines Neue Bank based on an annual audit plan derived from a multi-year, risk-based planning approach.

The Board of Directors of Neue Bank consists of five members. No member was part of the Executive Board of Neue Bank in 2024 or in the three preceding financial years.

The current members of the Board of Directors are listed below:

Name, Place of Residence	Year of Birth	Position	Nationality	Year of Appointment to the Board	Elected until AGM in Year
Lic. rer. pol. Hansruedi Köng, Zollikofen	1966	Chairman	CH	2024	2028
Dr. iur. Ernst Walch, Planken	1956	Vice Chairman	FL	2017	2028
Mag. rer. soc. oec. Damian Wille, Vaduz	1977	Member	FL	2015	2028
Lic. iur. Marc-André Sola, Dubai	1968	Member	CH	2020	2028
Dr. Martin Meyer, Gamprin	1972	Member	FL	2025	2028



Damian Wille, Marc-André Sola, Hansruedi Köng, Ernst Walch, Martin Meyer (from left)

3.2 Executive Board

In accordance with Article 21 of the Banking Act, the Executive Board must at all times comprise at least two members, while the Articles of Association of Neue Bank stipulate a minimum of three members. Currently, the Executive Board consists of five members.

The duties and powers of the Executive Board are governed by the Organization and Business Regulations. The Executive Board members perform their functions with joint responsibility and meet regularly in scheduled meetings. None of the members of the Executive Board simultaneously serves on the Board of Directors.

The Executive Board is composed as follows:

Name, Place of Residence	Year of Birth	Area of Responsibility	Nationality	Year of Appointment to Executive Board
Roman Pfranger, Lachen	1987	CEO	CH	2025
Thomas Hemmerle, Schaan	1978	Wealth Management	FL	2019
Lic. oec. Claudia Jehle-Ospelt, Vaduz	1965	CFO	FL	2017
Stefan Tschopp, Thalwil	1972	Risk, Legal & Compliance	CH	2023
Manuel Ribar, Mörschwil (SG)	1987	COO	CH	2026



Thomas Hemmerle, Stefan Tschopp, Roman Pfranger, Claudia Jehle-Ospelt, Manuel Ribar (from left)

3.3 Suitability of the Board of Directors and Executive Board

Neue Bank has issued a directive that governs the procedure, criteria, and minimum requirements for assessing the suitability of members of the Board of Directors and the Executive Board.

To evaluate the independence of Board of Directors and Executive Board members, factors such as past and current positions held in banks or other companies, as well as personal, professional, or other economic relationships, are taken into account.

Collectively, the members of the Board of Directors and Executive Board must have sufficient practical banking experience and be able to devote adequate time to fulfilling their responsibilities within the institution. In addition, all governing body members undergo a “Fit and Proper” assessment by the FMA prior to their appointment. The selection process is conducted on a gender-neutral basis.

4 Management of Conflicts of Interest

To prevent conflicts of interest and safeguard objectivity, employees are generally prohibited from accepting or granting any form of benefits or gifts. Exceptions are clearly defined.

Personal and business matters of members of the Board of Directors, Executive Board, and employees are strictly separated to avoid actual or potential conflicts of interest. In particular, proprietary transactions by the bank's governing body members and employees are subject to a special regulation issued by the Board of Directors.

5 Remuneration Policy

The remuneration policy supports the long-term development of the company and aligns the interests of shareholders, clients, and employees. It does not increase employees' risk-taking or create conflicts of interest, as it promotes long-term, sustainable conduct that takes into account ecological, social, and governance aspects.

The remuneration system is designed to be fair and performance-oriented. It is based on employees' individual performance, experience, and skills. The level of individual remuneration must under no circumstances create incentives that jeopardize the bank's defined risk appetite or the optimal fulfillment of client interests, or that are inconsistent with the bank's and its clients' sustainable objectives. Furthermore, remuneration is structured appropriately according to the requirements and level of the position. It takes into account the workload, responsibilities, and demands associated with the role. The principles of appropriateness and fairness apply.

In line with the consistent implementation of its business policy, Neue Bank places particular emphasis on the principle that neither employees nor management have an automatic entitlement to variable remuneration components. The design of variable pay elements is aligned with the bank's strategic objectives and, therefore, supports the creation of sustainable value for shareholders. No incentives may be created that encourage taking excessive risks or the aggressive promotion of certain products that are inconsistent with clients' investment and risk profiles. Variable remuneration is granted only on the condition of a positive business outcome for the bank. The Board of Directors approves the framework for calculation and the allocation guidelines and determines the total amount of profit-sharing annually.

6 Complaint Management

We are committed to providing our clients with excellent service. Should our services fail to meet your expectations, you may submit your complaint to us as follows:

In writing: NEUE BANK AG, Marktgass 20, P.O. Box 1533, 9490 Vaduz, Principality of Liechtenstein

By phone: via the direct number of your personal advisor or our main line +423 236 08 08

By email: info@neuebank.li

To process your request, we require the following information:

Reason for the complaint / details of the matter

Contact information, including name, address, and telephone number

Your submitted complaint will be registered and processed. Our goal is to find a mutually satisfactory solution. If we are unable to provide a solution that meets your expectations, please feel free to contact us again. Alternatively, you may also bring your concern to the Liechtenstein Conciliation Office:

Liechtensteinische Schlichtungsstelle

Dr. Peter Wolff, Lawyer, Landstrasse 60, PO Box 343, 9490 Vaduz, Fürstentum Liechtenstein

Phone: +423 220 20 00

Fax: +423 220 20 01

Mail: info@schlichtungsstelle.li

7 Compliance

Employees of Neue Bank are obliged to comply with all legal, regulatory, and internal requirements, as well as to observe market standards and codes of conduct. The person responsible for managing the compliance function reports in writing to the Board of Directors annually on their activities, findings, and the measures taken.

8 Audit Firm

The audit mandate is carried out by KPMG (Liechtenstein) AG, Vaduz, and its lead auditor, Ms. Ricarda Gassner. The auditor is elected annually by the General Meeting upon the recommendation of the Board of Directors.

9 Information Policy

Neue Bank provides comprehensive and regular information to shareholders, clients, employees, and the public through the main communication channels. These include the website www.neuebank.li, the annual, semi-annual, and disclosure reports, as well as press releases. This ensures equal treatment of all stakeholder groups.

Contact: Media Office

Email: medienstelle@neuebank.li