

BOBST GROUP SA

AUDIT COMMITTEE CHARTER

Pursuant to the provisions of its Regulations (Chapter I., Section 1 paragraph 2), the Board of Directors ("the Board") of Bobst Group SA ("the Company") has created an Audit Committee and adopted the Charter of this Audit Committee during its meeting held on 10 March 2015. This Charter replaces the one adopted on 15 December 2011.

COMPOSITION

The Board of Directors elects the members of the Audit Committee annually, and nominates one of them as the committee chairman. The term of their office shall extend until completion of the following ordinary General Meeting. The members are re-electable.

The Audit Committee shall consist of between two and four directors. Half of the members at least of the Audit Committee shall be non-executive, independent directors. An independent director is free of any relationship that could influence his or her judgment as a committee member due to his or her employment by the Company or a company of the Group during the three years prior to the nomination to the Audit Committee. An independent director may not be associated with a major vendor to, or customer of, or a company affiliated or allied with, the Company.

A majority of the members of the Audit Committee and its chair shall have a sound knowledge of finance and accounting.

ORGANIZATION

The committee chairman, or the head of Internal Audit on behalf of the same, is responsible for administrative matters (distribution of committee invitations, including the agenda and respective documentation and distribution of the meeting minutes).

Committee meetings are generally attended by the CEO, the CFO, the head of Internal Audit and the chief external auditor. The committee can also invite other experts if necessary.

Resolutions of the committee must be accepted by at least two members. If only two members are present the chairman's vote counts double in case of a split vote. Resolutions can also be passed by video or telephone conferences.

No management decisions are taken by the Audit Committee. Committee resolutions are submitted as proposal to the Board of Directors for final decision.

Audit Committee meetings are held as often as required for business purposes, but at least twice annually (after closing the annual accounts and the mid-year accounts). The Audit Committee chairman has the power to call a Committee meeting whenever he or she thinks it is necessary.

PURPOSE

The primary function of the Audit Committee is to support the Board in fulfilling its oversight responsibilities of the company.

The Audit Committee's tasks and responsibilities are the following :

RESPONSIBILITIES IN CONNECTION WITH THE FINANCIAL STATEMENTS AND THE RISK MANAGEMENT :

1. The Audit Committee will ask the CEO and CFO, the external auditors, the Internal Auditors, and any person who may have pertinent knowledge, about significant risks and exposures and will assess the measures adopted to minimize them.

2. The Audit Committee will review the following with the external auditors and the CFO :

(a) the adequacy of the Company's Internal Control System, risk evaluation, and legal and regulatory compliance ;

(b) any significant findings and recommendations made by the external auditors in the Management Letter, together with the CEO's and CFO's responses to them.

3. Shortly after the annual audit is completed, the Audit Committee will review the following with the CEO and CFO and the external auditors :

(a) The Company's annual financial statements and related footnotes ;

(b) the external auditors' audit of and report on the financial statements ;

(c) the auditor's qualitative judgments about the appropriateness, not just the acceptability, of accounting principles and financial disclosures ;

(d) any serious difficulties or disputes between the external auditor and the CEO and/or CFO encountered during the course of the audit ;

(e) anything else about the audit procedures or findings that the applicable accounting rules require the auditors to discuss with the Committee ;

(f) the Audit Committee members will meet with the external auditors without the presence of the management.

4. The Audit Committee will review the unaudited semiannual report with the CEO and CFO.

5. The Audit Committee will receive oral reports, at least annually, from the Company's general counsel concerning legal and regulatory matters that may have a material impact on the financial statements.

While the Audit Committee has the responsibilities and powers set forth in this Charter, it is not the duty of the Audit Committee to plan or conduct audits or to determine that the Company's financial statements are complete and accurate and are in accordance with generally accepted accounting principles. This is the responsibility of the external auditors. The external auditors are ultimately accountable to the Shareholders' General Meeting. Nor is it the duty of the Audit Committee to conduct itself investigations, to resolve disagreements, if any, between the Management and the external auditor, or to assure compliance with laws and regulations.

Should urgent management decisions be required as a result of observations by the Audit Committee (such as serious infringements of the law), the committee will immediately approach the Board of Directors, or the CEO if assigned with the respective decision-making competence.

RESPONSIBILITY IN THE ENGAGEMENT OF EXTERNAL AUDITORS

1. The external auditors of the Company and the Group are designated by the Shareholders' General Meeting. The Audit Committee will propose the external auditors for Company and Group audits. The Committee's proposal is subject to approval by the Board. The Audit Committee will also review the fees paid to the external auditors and review and approve proposals to the Board and the General Assembly to dismiss the external auditors.

2. The Audit Committee will confirm and assure the independence of the external auditors, including a review of consulting services provided by the external auditors and the fees paid for them.

3. The Audit Committee will comment on the scope and procedural plan of the audit by the external auditors and may ask the auditors to enlarge their audit to include specific issues. The Audit Committee approves the audit program of the external auditors.

PERIODIC RESPONSIBILITIES

1. Review and when deemed opportune propose to the Board to amend the Committee's Charter.

2. Review legal and regulatory matters that may have a material effect on the Company's financial statements.

3. Review the policy on internal and external audit procedures.

4. Review and approval of the annual plan for the internal audit function.

GENERAL RESPONSIBILITIES

1. The Audit Committee encourages the timely and full exchange of information between the CFO, the external auditors, and the Board.

2. The Audit Committee shall report Committee actions to the Board and may make appropriate recommendations.

3. The Audit Committee is authorized to retain independent counsel, accountants or others it needs to assist it in the discharge of its duties.

4. The Audit Committee reviews and approves the nomination of the head of Internal Audit.