

MINUTES

**Annual General Meeting of the Shareholders of BOBST GROUP SA held on
Wednesday April 29, 2015 at 5:00 p.m.
at the Competence Center – Bobst Group SA
CH-1031 Mex**

Mr. Alain Guttmann, Chairman of the Board, welcomes the shareholders and opens the General Meeting.

Mr. Markus Niederhauser, secretary of the Board of Directors, takes the minutes of the General Meeting.

The Notary, Me Christian Terrier, takes the minutes for the amendments of the Articles of Association.

The Chairman designates Ms. Claudine Amstein and Mr. Bernard Grobéty as tellers.

The Chairman then notes:

- that the General Meeting was convened in accordance with the articles of association with the following agenda:

1. Approval of the annual report, of the Company's accounts and the Group's consolidated accounts for the financial year 2014
2. Discharge of the members of the Board of Directors
3. Resolution of the appropriation of available earnings on December 31, 2014
4. Elections to the Board of Directors
5. Election of the Remuneration Committee
6. Amendments of the Articles of Association
7. Approval of remuneration
8. Appointment of the Auditors
9. Election of the independent representative

- that the convocation was published on April 2, 2015 in the large-circulation press and the "Feuille Officielle Suisse du Commerce" No. 64 of April 2, 2015, and that the shareholders received the convocation and their registration card at the last address communicated to the Company;

- that the annual report was available for consultation at the domicile of the Company as from March 17, 2015, and was also sent to the shareholders who have made the request;

- that the auditors are represented by Mr. Mike Sills of the company Ernst & Young SA.

No shareholder has requested, within the time limit and according to the form prescribed by the articles of association, to put an item on the agenda.

All the formalities required by the law and the articles of association being accomplished, the General Meeting is regularly constituted and ready to deliberate legitimately.

Mr. Niederhauser reads the attendance sheet which indicates the presence at 5:00 p.m. of 262 shareholders, bearers or representatives of 11'268'844 votes, that is to say 75.29% of the total of the registered votes and 68.22% of the share capital at the of the General Meeting.

The independent representative represents 2'204'794 voting rights. The shareholders present represent 9'064'050 voting rights.

The shares of the Company are all registered shares with a nominal value CHF 1.--. The own shares held by the Company are not represented.

The Chairman points out that the General Meeting takes its decisions and proceeds to the elections with the majority of the voices allotted to the shares represented. The votes and elections are done by raised hand, except if the Chairman decides otherwise.

A shareholder takes the floors and says he did not find the annual report in French. The Chairman explains that for cost reduction reasons the annual report is in English only.

1. Approval of the annual report, of the Company's accounts and the Group's consolidated accounts for the financial year 2014

The Chairman opens the discussion.

Nobody makes any comment.

Mr. Sills takes the floor on behalf of Ernst & Young and specifies that the auditors have no additional comment on this point.

The Chairman proceeds to the voting.

“The General Meeting approves the annual report as well as the Company’s accounts and the Group’s consolidated accounts for the financial year 2014.”

This resolution is adopted with a strong majority.

(By the independent representative:

2'058'104	Yes
5'770	No
140'929	Abstentions).

2. Discharge of the members of the Board of Directors

The Chairman opens the discussion, by recalling that according to article 695 of the Swiss Code of Obligations, the officers who have cooperated with the management of the Company cannot take part in the decision relating to the discharge.

Nobody makes any comment.

The Chairman proceeds to the voting:

“The General Meeting gives discharge to the members of the Board of Directors for their management during 2014.”

This resolution is adopted with a strong majority.

(By the independent representative:

2'048'044	Yes
6'380	No
150'370	Abstentions).

The Chairman notes that the officers in charge of management and the members of the Board did not take part in the vote.

3. Resolution of the appropriation of available earnings on December 31, 2014

The Board of Directors proposes to pay a dividend of CHF 1.25 (gross) per share.

The Chairman opens the discussion.

Nobody makes any comment.

The Chairman proceeds to the voting.

“The General Meeting decides to pay a dividend of CHF 1.25 (gross) per share and to carry forward the balance of CHF 126'436'934.55.”

This resolution is approved with a strong majority.

(By the independent representative:

2'057'459	Yes
6'655	No
140'680	Abstentions).

4. Elections of the Board of Directors

The Chairman opens the discussion.

Nobody makes any comment.

The Chairman proceeds to the voting:

“The General Meeting re-elects Mr. Alain Guttman as a member and Chairman of the Board of Directors of the Company until the end of the next General Meeting.”

The resolution is adopted with a strong majority.

(By the independent representative:

1'994'681	Yes
68'873	No
141'240	Abstentions).

The Chairman submits to the General Meeting the following decision:

“The General Meeting re-elects Mr. Thierry de Kalbermatten as a member of the Board of Directors of the Company until the end of the next General Meeting.”

The resolution is adopted with a strong majority.

(By the independent representative:

2'016'806 Yes
46'728 No
141'260 Abstentions).

The Chairman submits the following decision:

“The General Meeting re-elects Mr. Ulf Berg as a member of the Board of Directors of the Company until the end of the next General Meeting.”

The resolution is adopted with a strong majority.

(By the independent representative:

2'057'195 Yes
5'327 No
142'272 Abstentions).

The Chairman submits the following decision:

“The General Meeting re-elects Mr. Jürgen Brandt as a member of the Board of Directors of the Company until the end of the next General Meeting.”

The resolution is adopted with a strong majority.

(By the independent representative:

2'057'190 Yes
5'132 No
142'472 Abstentions).

The Chairman submits the following decision:

“The General Meeting re-elects Mr. Michael W.O. Garrett as a member of the Board of Directors of the Company until the end of the next General Meeting.”

The resolution is adopted with a strong majority.

(By the independent representative:

2'031'130 Yes
21'392 No
152'272 Abstentions).

The Chairman submits the following decision:

“The General Meeting elects Mr. Gian-Luca Bona as a member of the Board of Directors of the Company until the end of the next General Meeting.”

The resolution is adopted with a strong majority.

(By the independent representative:

2'047'897 Yes
5'025 No
151'872 Abstentions).

5. Election of the Remuneration Committee

The Chairman opens the discussion.

Nobody makes any comment.

The Chairman proceeds to the election of the Chairman of the Board of Directors.

The Chairman submits the following decision:

“The General Meeting re-elects Mr. Michael W. O. Garrett as a member of the remuneration committee of the Company until the end of the next General Meeting.”

The resolution is adopted with a strong majority.

(By the independent representative:

2'028'510 Yes
23'439 No
152'845 Abstentions).

The Chairman submits the following decision:

“The General Meeting re-elects Mr. Thierry de Kalbermatten as a member of the remuneration committee of the Company until the end of the next General Meeting.”

The resolution is adopted with a strong majority.

(By the independent representative:

2'013'494	Yes
49'435	No
141'865	Abstentions).

The Chairman submits the following decision:

“The General Meeting elects Mr. Gian-Luca Bona as a member of the remuneration committee of the Company until the end of the next General Meeting.”

The resolution is adopted with a strong majority.

(By the independent representative:

2'045'772	Yes
7'177	No
151'845	Abstentions).

6. Amendments of the Articles of Association

The Chairman opens the discussion.

Nobody makes any comment.

The Chairman submits the following decision:

"The General Meeting decides to amend the Articles of Association according to the invitation published in the “Feuille Officielle Suisse du Commerce” No. 64 of April 2, 2015".

The resolution is adopted with a strong majority.

(By the independent representative:

1'550'104 Yes
510'875 No
143'815 Abstentions).

7. Approval of remunerations

The Chairman opens the discussion.

Nobody makes any comment.

The Chairman submits the following decision:

"The General Meeting decides to approve the remuneration for the Board of Directors for the period from the end of the Annual General Meeting 2015 until the end of the Annual General Meeting 2016, i.e. a maximum total of CHF 1'325'000."

The resolution is adopted with a strong majority.

(By the independent representative:

1'712'843 Yes
295'392 No
196'559 Abstentions).

The Chairman opens the discussion.

Nobody makes any comment.

The Chairman submits the following decision:

"The General Meeting decides to approve the remuneration for the Executive Committee of the Group for the financial year 2016, i.e. total maximum amount of CHF 5'422'000."

The resolution is adopted with a strong majority.

(By the independent representative:

1'945'702 Yes
61'773 No
197'319 Abstentions).

8. Appointment of the Auditors

The Board of Directors proposes to renew the mandate of the auditors.

The Chairman opens the discussion.

Nobody makes any comment.

The Chairman proceeds to the election and submits the following resolution:

“The General Meeting elects Ernst & Young SA as auditors for the year 2015.”

The resolution is approved with a strong majority.

(By the independent representative:

2'017'644	Yes
44'045	No
143'105	Abstentions).

9. Election of the independent representative

The Chairman opens the discussion.

Nobody makes any comment.

The Chairman submits the following decision:

“The General Meeting elects the fiduciary Ofisa SA in Lausanne as independent representative of the Company until the end of the next General Meeting.”

The resolution is adopted with a strong majority.

(By the independent representative:

2'058'174	Oui
3'355	Non
143'265	Abstentions).

At the end of the deliberations, the Chairman thanks the shareholders for their support and informs them that the next Annual General Meeting will be held April 6, 2016.

The agenda being exhausted, the Chairman declares the Meeting closed at 6:15 p.m.

A handwritten signature in black ink, appearing to be 'A. H.' followed by a horizontal line.

The Chairman:

A handwritten signature in black ink, consisting of a vertical stroke followed by a wavy line.

The Secretary: