



**ODDO BHF**  
BANQUIERS SINCE 1780

# *Corporate Governance*

ODDO BHF (Switzerland) Ltd

July 2024

## Corporate Governance

### Board of Directors

#### Chairman

Joachim Häger

#### Vice-Chairman

Thierry Lombard<sup>1</sup>

#### Members

Nicolas Chaput

Andreas Ost  
Member of the Audit and Risk Committee

Monika Vicandi  
Chairwoman of the Audit and Risk Committee

Martin Wiedmann<sup>1</sup>  
Member of the Audit and Risk Committee

### Auditor

PricewaterhouseCoopers AG, Zurich

### Executive Board

#### Chairman

Martin Liebi

#### Members

Mourtaza Asad-Syed

Hannes Gallus

Raphaël van Zeebroeck

<sup>1</sup> Independent Member of the Board of Directors as required by the provisions of the Swiss Financial Market Supervisory Authority (FINMA).

## Composition of the Board of Directors

### Joachim Häger, Chairman

Global Head Private Wealth Management and Member of the Boards of Managing Directors of ODDO BHF SCA, Paris, and of ODDO BHF SE, Frankfurt

Degree in Business Administration, University of Trier

Born 1963, German nationality

Member of the Board of Directors since 2016, Chairman since 2016

### Thierry Lombard, Vice-Chairman<sup>1</sup>

Member of the Supervisory Board of ODDO BHF SCA, Paris

Degree in Economics and Management, University of Geneva

Born 1948, Swiss nationality

Member of the Board of Directors since 2021, Vice-Chairman since 2021

### Nicolas Chaput

Global Head Asset Management & Private Assets of ODDO BHF SCA, Paris, and Member of the Group General Management Committee

Master in Business Law, Pantheon-Assas University, Paris

Political Science Diploma, Sciences Po Strasbourg

Born 1962, French nationality

Member of the Board of Directors since 2021

### Andreas Ost

Global Head Lending & Deposit Private Wealth Management, ODDO BHF SE

Degree in Banking Business Administration, Frankfurt School of Finance & Management

Born 1973, German nationality

Member of the Board of Directors since 2022, Member of the Audit and Risk Committee

### Monika Vicandi

Global Head Risk, Legal & Compliance and Member of the Boards of Managing Directors of ODDO BHF SCA, Paris, and of ODDO BHF SE, Frankfurt

LL. M. in International Taxation, University of Liechtenstein

LL. M., University of Minnesota

Lic. iur., Degree in Law, University of Zurich

Born 1967, Swiss and Spanish nationality

Member of the Board of Directors since 2022, Chairwoman of the Audit and Risk Committee

### Martin Wiedmann<sup>1</sup>

Chairman of the Board of QCAM Currency Asset Management Ltd, Zug

Member of the Board of Directors of Pro Aurum Schweiz AG, Kilchberg

Certified Bank Officer

Born 1957, Swiss and German nationality

Member of the Board of Directors since 2017, Member of the Audit and Risk Committee

<sup>1</sup> Independent Member of the Board of Directors as required by the provisions of the Swiss Financial Market Supervisory Authority (FINMA).

## Composition of the Executive Board

### **Martin Liebi, Chairman (Chief Executive Officer)**

Degree in Business and Economics, University of Bern  
Born 1965, Swiss nationality  
Member of the Executive Board since 2022, Chairman since 2022

### **Mourtaza Asad-Syed**

MBA, University of California Berkeley (USA)  
M.A., Ecole Normale Supérieure Delta, Paris (France)  
M.S., Ecole Normale de la Statistique et de l'Administration Économique (ENSAE), Paris  
Born 1974, French nationality  
Member of the Executive Board since 2021

### **Hannes Gallus**

Degree in Business Administration, Goethe University, Frankfurt  
Certified Bank Officer  
Born 1981, Swiss and German nationality  
Member of the Executive Board since 2019

### **Raphaël van Zeebroeck**

Master in Business Administration, Nancy II University (IAE), Nancy  
Born 1972, Belgian nationality  
Member of the Executive Board since 2022

## Organisation of the Board of Directors

The Board of Directors comprises five or more members. It meets as often as necessitated by the business, but at least four times a year, and generally once per quarter. The majority of its members must be present in order to achieve quorum. The Board of Directors passes resolutions with an absolute majority of votes cast by members in attendance. In the event of a tie, the Chairman casts the deciding vote. By order of the Chairman, resolutions of the Board of Directors may also be passed by circulation via letter, fax and e-mail or via telephone or video conference if no member demands that the matter in question be discussed at a meeting. Circular resolutions may be passed with the majority of the Members of the Board of Directors.

In accordance with the statutory provisions, the Annual General Meeting elects the members of the Board of Directors on an individual basis. Each member is elected for a term of one year, regardless of whether they are elected for the first time or re-elected. The term of office of the Board of Directors ends on the day of the Annual General Meeting. The members of the Board of Directors may seek re-election. Elections to renew or replace members are conducted by the Annual General Meeting.

The Board of Directors is constituted at the first meeting following the Annual General Meeting. It holds the elections stipulated in the Articles of Association, particularly for the Chairman and one or more Vice-Chairperson(s) of the Board of Directors and the members of the Audit and Risk Committee.

The Audit and Risk Committee must comprise at least two members. The Chairman of the Board of Directors must not sit on the Committee. The members of the Audit and Risk Committee are elected for a term of one year.



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