



Zurich, Switzerland, March 1, 2016

Dear Shareholders

2015 was a critical transition year for our business. With the repositioning of Versy towards a more content-driven social experience, we believe Myriad is better placed to seize emerging growth opportunities in the rapidly developing social media market. We have also taken measures to maximise the value from existing technologies within our Myriad Connect Division (formerly the Sub Data Division) and Device Solutions Division (DSD). The combination of mature technology and investment in new growth opportunities in very attractive markets provides our Company with the scope to participate across many of the current and emerging stages of social media and mobile services.

In June the msngr product was successfully repositioned to reflect the product's move towards a content-driven social experience and was launched as Versy. Our experience in the market crystallized our belief that user growth and sustained user engagement required more than just chat capabilities in the application. An ecosystem of interesting and engaging content, along with the ability to share and converse about that content, creates an attractive destination for both users and advertisers. The remainder of the year was focused on driving user engagement and continuing to develop an innovative content ecosystem.

In October we announced a two-product strategy to go live in March 2016, featuring a flagship Versy product targeted solely at smartphone users, and a renaming of the original Versy into Versy Lite, which will keep providing an enhanced experience for feature phone users. This was driven by the increasingly rapid transition to smartphone use in our key markets, and the recognition that an application focused on the full range of technical capabilities of smartphone technologies would take the product and the Versy ecosystem even further. By addressing both aspects of the market, Versy and Versy Lite can reach the full complement of mobile phone users and provide Versy Lite feature phone users a smooth migration to Versy on smartphones.

Our priority for this coming year will be to expand the rich Versy content ecosystem, centered on Latin America and the Hispanic community in the United States, with the focus on driving user growth and engagement. As the Versy user base grows and we continue to cultivate an engaged user base, we intend to pilot monetisation opportunities.

The Myriad Sub Data Division has now returned three consecutive years of revenue growth. It has been rebranded Myriad Connect and with planned investments in new additions to the product portfolio that will address mobile network operators, content partners and financial services organisations in developing world markets, we believe it is now poised for further growth in 2016.

The Device Solutions Division has suffered reduced revenues impacted by an accelerated transition from feature to low-cost smartphones reducing the demand for our mobile browser technology, and the increased adoption of the RDK-2

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standard in the pay TV market, which does not require the use of our JBed Java Virtual Machine (JVM). In the coming year, we will focus on optimising income from these technologies.

The financial performance for the year reflects the transitional state of the business. Consolidated group revenue in FY 2015 was USD 27.3m down 32% from FY 2014 (USD 40.2m), impacted by a decline of USD 6.7m in the Device Solutions Division and USD 7.7m following the completion of the planned sunseting of Legacy messaging services. In addition, Myriad has reported a net loss of USD 67.9m, which is predominantly caused by impairment charges of USD 47.5m, including USD 45.6m relating to goodwill and intangible assets acquired with Synchronica in 2012. Also impacting profitability was the continued planned investment in Versy of USD 11.8m in FY 2015, and non-cash share option costs of USD 4.8m.

Versy

While Versy continues to offer one-to-one and group chat, its key value drivers are content discovery and social discussion that create communities around that content. Versy closed 2015 with over 287 content channels in three languages (Spanish, Portuguese and English), up 14% from 250 at the end of September 2015. The majority of these channels are focused on millennials in Latin America, with free access to content featuring music, movies, news, sports, fashion and pop culture interests. Key content partners active throughout the year included Viacom Latin America (MTVLa, Comedy Central, Nickelodeon and Paramount Channel), Ministry of Sound, Warner Music, UOL, and Perform Group (Goal.com, NBA, NFL, NHL, MLB, NASCAR, NCAA Football and NCAA Basketball channels). Perform Group's addition of American sports channels in the fall of 2015 represented a key expansion of content and exposure in the United States marketplace. In addition, by year end, Versy had many independent bloggers driving discussion around topics that matter most to millennials.

Versy allows bloggers and all channel broadcasters to engage in real-time with followers, simultaneously allowing them to have a rich and interactive experience and channel broadcasters and brands to receive real-time feedback on their products, services and content.

These unique, content-driven experiences have fuelled follower growth in the Versy channels. At the end of December 2015, Versy channels had 13.9m followers across all channels, up 34% from 10.4m at the end of September 2015.¹

This momentum is critical as Versy enters 2016 and rolls out its two-product strategy that was previously announced in October of 2015. Since launching the msngr platform in June 2014, Myriad built a smartphone audience over the top of its historic mobile operator base. As the speed of transition from feature phone to smartphone increases in Latin America, Myriad recognised the need to have a stronger smartphone focus with a next major release of Versy in March 2016.

¹Includes users that follow multiple channels.



The new Versy release responds to the evolving needs of users and content partners and will include features such as video, audio, and enhanced content discovery, making it easier for users to find the things they love and give them a powerful way to talk about those things with their friends and the rest of the world. The current platform will be repositioned as Versy Lite, and it will allow feature phone users to continue to have access to similar content found in the Versy flagship product. Versy Lite will run alongside the flagship Versy and provide an enhanced experience for these users, a broad feature phone based audience for our content partners, and a migration path to the smartphone.

Myriad Connect Division (Formerly Sub Data)

The Myriad Connect Division delivered solid revenue growth with USD 13.6m in FY 2015, a 13% increase over FY 2014 (FY 2014 USD 12.0m). The second half of 2015 also showed accelerating revenue growth with USD 7.5m for H2 2015, a 23% increase from H1 2015 (USD 6.1m). The Myriad Connect Division revenue for the year was underpinned by strong sales in traditional USSD core services, such as self-care and operational messaging, and an expansion in Value Added Services, such as social messaging over SMS and USSD and mobile money initiatives. Myriad continued to leverage its strong relationships with global telecom operators like Orange Group, which is running Myriad services with 12 of its in-country operators throughout Africa, and the Telefonica Group, which is running Myriad services across 8 of its in-country operators throughout Latin America.

In addition, further geographical penetration was made into key markets in the Middle East and Africa. In 2015, Myriad made investments to strengthen its direct salesforce in these regions, as well as securing key resellers to further expand Myriad's reach, including Samsson (Iran, Tunisia, and Pakistan), Quadrant (Afghanistan), and Digital Afrique (Pan-African in over 10 countries).

We have continued to expand our Value Added Services in 2015, adding Wikipedia and Google translate and Search over USSD to the existing portfolio of Facebook over USSD, Facebook over SMS and Twitter over SMS. Myriad's Twitter over SMS service was launched in June by Vivo, Brazil's largest mobile telecom operator and the largest operator in the Telefonica Group with over 75 million subscribers. Furthermore, Orange Group added Facebook over USSD and SMS to their portfolio of services in Africa. As of December 2015, our VAS Services had achieved 44m unique visitors. Additionally, Myriad continues to power Orange Money, the Orange Group's mobile payment initiative which now covers 13 countries throughout Africa. We will look to expand our mobile money initiatives with additional partners in 2016 and beyond.

Device Solutions Division

Myriad's Device Solutions Division faced strong headwinds in FY 2015, despite winning some larger contracts, including two with Microsoft to provide embedded Java technology on newly introduced low-end feature phones and browser technology for Windows devices, and additional revenue from an agreement signed at the end of 2014 with Jolla Oy for

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Myriad's Alien Dalvik product on Sailfish OS-based smartphones. Revenue equalled USD 12.9m down 34% from the prior year (FY 2015 USD 19.6m).

Sales of the division's Java-based technologies to cable operators slowed considerably from previous years, based in part on the industry's accelerated move to the RDK-2 standard from the RDK-1 standard. RDK-1 required the use of a Java virtual machine (JVM) and based on that and the good technical performance of its JBed JVM, Myriad enjoyed strong historical royalty revenue related to sales to set top box vendors. However, the RDK-2 standard allows for choice of the inclusion of a JVM (which involves royalty payments) or HTML5 (royalty-free), and this has resulted in a number of set top box vendors choosing the alternative HTML5 based solution, causing a significant impact on sales of Myriad's JBed product. In addition, the speed of transition in the mobile phone market to low cost smartphones has significantly reduced the demand for our browser technology on feature phones.

2015 Group Financial Results in Brief

Consolidated group revenue in FY 2015 was USD 27.3m down 32% from FY 2014 (USD 40.2m). This decrease is due to the faster than anticipated decline in revenue from the Device Solutions Division and the full year impact of restructuring activity completed in 2014 which the curtailment of Legacy msngpr active user fees from network operators, the planned sunsetting of Legacy messaging services with several North American mobile operators, and the expiration of Legacy support and service contracts with Nokia which all completed in 2014. However, the growth in the Myriad Connect Division revenue helped to offset this somewhat. EBITDA before non-recurring items and restructuring costs for FY 2015 was a USD 13.1m loss, mostly reflecting the USD 11.8m investment in the Versy product, including rebranding, research and development of the new Versy flagship product, increased marketing activity, and content acquisition.

EBITDA has also been impacted by increased share option costs of USD 4.8m (FY 2014: USD 1.3m) reflecting the non-cash expense of share options granted in 2015. Following an increase to conditional capital approved by shareholders at the 2015 Annual General Meeting, these option grants were made to key members of the engineering and management teams at an exercise price of CHF 5.00. The option holders will not benefit unless the share price exceeds this amount in the future, aligning their motivation with the benefit of shareholders as a whole.

The Group has also incurred non-cash impairment charges of USD 47.5m against intangible assets predominantly arising out of the acquisition of Synchronica plc in 2012. The impairment charges have arisen due to the technological evolution of Versy during FY 2015. The Versy product has been launched and will continue to evolve based on the realisation that a social messaging application based around content, rather than a pure chat application, could build a more valuable engaged user base. To deliver and respond to the accelerating transition to smartphones in our target markets, Versy needed to focus more on smartphone architecture that would be able to support the discovery of richer content streams in video and audio. The combination of an increased strategic focus on a smartphone-only application and further analysis of the expected route to monetisation, means Myriad no longer expects to significantly monetise

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through the technology assets and network operator relationships acquired with the Synchronica transaction. These non-cash charges, together with the increased investment in Versy, have contributed to the Group's net loss of USD 67.9m.

Myriad closed FY 2015 with a cash balance of USD 37.8m.

Fundraising

On 8 April 2015, Myriad announced that it had raised gross proceeds of CHF 34.4m in a private placement of 8,600,000 shares from authorised capital. The shares were issued to international institutional investors. The funds from the private placement will continue to be used to accelerate user growth and enrich the content of the Versy ecosystem.

Outlook 2016

Given the market pressures experienced in the Device Solutions Division, we expect overall revenue to decline in 2016 versus 2015. However, this should partly be offset by anticipated continued growth in the Myriad Connect Division based on new services offerings and expansion in new markets. In addition, Versy will continue to require significant investment focused on user growth, driving user engagement, and the expansion of the Versy content ecosystem.

Changes to the Board of Directors

David Nuescheler has notified Myriad that he does not intend to seek re-election to the Board of Directors at the 2016 Annual General Meeting. Myriad thanks Mr. Nuescheler for his great efforts on behalf of the Company. As part of the 2016 Annual General Meeting, the Board has nominated David Galbraith to fill the vacancy created by David Nueschelers departure.

Proposal for Opting Out

On December 15, 2015, Myriad was informed by its shareholder Patinex AG about its intention to request to include an Opting Out clause in its articles of incorporation in accordance with articles 135 and 163 of the Federal Act on Financial Market Infrastructures and Market Conduct in Securities and Derivatives Trading (FMIA). The respective request is dated January 12, 2016. After such an amendment of the articles of incorporation, acquirers of shares of the Company are no longer obliged to make a public purchase offer to the other shareholders pursuant to articles 135 and 163 FMIA when exceeding the threshold value of 33 1/3 % of the voting rights of the Company. The Board of Directors intends to recommend the approval of this request at the 2016 Annual General Meeting in March, because it believes that it will have a stabilising effect on what has been a volatile period for the Company's stock. The past 12 months has seen Myriad stock suffer from large valuation swings, which the Board of Directors believes is in part due to the inherent risk in the Versy strategy that drives speculative behaviour. Furthermore, Versy has yet to reach monetisation and the timing of monetisation is difficult to predict given the new version of Versy will launch in Q1 2016 and it will take some time to

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develop the ecosystem and create monetisation opportunities. The Board of Directors believes because of such factors, the market lacks meaningful comparables, which drives further speculative and volatile behavior. The justification by Patinex AG for the Opting Out request (as more fully discussed in the invitation to the 2016 Annual General Meeting) states that they intend to use the flexibility in their ownership percentage to help stabilise the share price and discourage short selling. The Board views this as a beneficial counterbalance to the observed volatility in the market, and notes that since the announcement of the potential Opting Out late December 2015, the Company's stock price has enjoyed a period of relatively low volatility.

The Board remains committed to best practice when it comes to setting compensation levels for our Executive team and Board. Again this year we have complied with the Ordinance against Excessive Compensation in Listed Companies (ERCO), the details of which are included in the Compensation Report on pages 24 to 27 of the 2015 Annual Report. Compliance with the ERCO-provisions includes the approval of Total Compensation for the Board and Executive Team for FY 2017. We are using the prospective method of approval so we can get feedback from our shareholders well in advance of setting compensation for our Executive team and Board. As with our 2015 AGM we will in our 2016 AGM be giving you details on how our stock based compensation works.

Please find the invitation to the Annual General Meeting enclosed. We are pleased to invite you to attend this Shareholder meeting and we look forward to welcoming you.

Thank you

The Board of Directors and Senior Management team would like to take this opportunity to thank our team members for the commitment and contribution they have made to the business. We would also like to thank our customers for continuing to select Myriad as their business partner.

Finally, we would like to thank you, our shareholders, for your continued confidence and support in Myriad Group AG.

Sincerely,

A handwritten signature in black ink, appearing to read "Erik Hansen".

Erik Hansen
Chairman

A handwritten signature in black ink, appearing to read "Stephen Dunford".

Stephen Dunford
Chief Executive Officer

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An die Aktionärinnen und Aktionäre der Myriad Group AG

To the Shareholders of Myriad Group AG

Einladung zur ordentlichen Generalversammlung der Myriad Group AG vom 24. März 2016

Invitation to the Annual General Meeting of Myriad Group Ltd. of March 24, 2016

Donnerstag, 24. März 2016, 10.00 Uhr
(Türöffnung 09.30 Uhr)

Thursday, March 24, 2016, 10 a.m.
(doors open at 9.30 a.m.)

SIX ConventionPoint
Selnastrasse 30
8021 Zürich

SIX ConventionPoint
Selnastrasse 30
8021 Zurich

A. Traktanden und Anträge

A. Agenda and Proposals

1. Jahresbericht, Jahresrechnung und Konzernrechnung 2015

Der Verwaltungsrat beantragt Genehmigung.

1. Annual Report, Group and Parent Company Accounts 2015

The Board of Directors proposes approval.

2. Vergütungsbericht 2015 / Konsultativabstimmung

Gemäss Art. 13 der Schweizer Verordnung gegen übermässige Vergütungen bei börsenkotierten Aktiengesellschaften (VegüV) erstellt der Verwaltungsrat ab dem 1. Januar 2014 jährlich einen Vergütungsbericht, der im Jahresbericht auf den Seiten 24 bis 27 abgedruckt ist.

Der Verwaltungsrat beantragt Befürwortung.

2. Compensation Report 2015 / Consultative Vote

In accordance with Article 13 of the Swiss Ordinance against Excessive Compensation in Listed Stock Corporations, as from January 1, 2014, the Board of Directors draws up annually a compensation report which is printed on pages 24 to 27 in the Annual Report.

The Board of Directors proposes endorsement.

3. Verwendung des Bilanzergebnisses des Geschäftsjahres 2015 / Verwendung der Reserven

Verlustvortrag	
des Vorjahres:	CHF -44,293,620
Jahresverlust 2015:	CHF -63,138,573
Bilanzverlust per	
31. Dezember 2015:	CHF -107,432,193

Der Verwaltungsrat beantragt, gesetzliche Reserven im Umfang von CHF 12,847,598 sowie Kapitalreserven im Umfang von CHF 60,000,000 mit dem Bilanzverlust zu verrechnen.

3. Appropriation of the Annual Result for the Financial Year 2015 / Reallocation of Reserves

Accumulated loss	
brought forward:	CHF -44,293,620
Net loss for 2015:	CHF -63,138,573
Accumulated loss as of	
December 31, 2015:	CHF -107,432,193

The Board of Directors proposes to offset legal reserves in the amount of CHF 12,847,598 as well as capital contribution reserves in the amount of CHF 60,000,000 against the accumulated loss.

4. Entlastung der Mitglieder des Verwaltungsrates und der Geschäftsleitung

Der Verwaltungsrat beantragt, den Mitgliedern des Verwaltungsrates und der Geschäftsleitung für die Tätigkeit im Geschäftsjahr 2015 Entlastung zu erteilen.

5. Opting Out

Die Patinex AG beantragt, §3 der Statuten mit folgendem Absatz zu ergänzen:

"Ein Erwerber von Aktien der Gesellschaft ist nicht zu einem öffentlichen Kaufangebot nach den Artikeln 135 und 163 des Bundesgesetzes über die Finanzmarktinfrastrukturen und das Marktverhalten im Effekten- und Derivatthandel (FinfraG) verpflichtet."

Stellungnahme des Verwaltungsrates: Der Verwaltungsrat empfiehlt einstimmig, den Antrag der Patinex AG anzunehmen.

Erläuterungen

Begründung von Patinex AG:

Die aktuelle Strategie der Myriad Group AG zielt auf den Aufbau und den Betrieb einer Social Media Plattform. Das Unterfangen ist mit erheblichem Risiko verbunden und wird frühestens 2017 materielle Erträge erwirtschaften. Konventionelle Bewertungsmethoden sind unter diesen Umständen in der aktuellen Phase nicht anwendbar. Entsprechend hoch ist die Volatilität in den Aktien der Myriad Group AG, was in Verbindung mit der derzeit geltenden Angebotspflicht dazu führen kann, dass die Kapitalmarktfähigkeit der Gesellschaft in Frage gestellt ist.

Einem Aktionär mit einer grösseren Beteiligung ist es unter Umständen nicht möglich, der Gesellschaft allenfalls benötigtes Eigenkapital zuzuführen und sie so zu unterstützen. Auch ist es einem Aktionär, der eine grössere Beteiligung am Unternehmen hat, aufgrund der Angebotspflicht allenfalls verwehrt, mit Stützungskäufen einzugreifen, wenn Marktteilnehmer bspw. mit Shortstrategien für massive Kursrückgänge sorgen, so wie dies im vergangenen Jahr der Fall war.

Um diese Hindernisse zu beseitigen, beantragt die Patinex AG die Einführung einer Opting Out-Klausel in den Statuten. Die Patinex AG hat nicht die Absicht, eine Kontrollmehrheit an der Myriad Group AG zu erwerben. Sie möchte aber jederzeit

4. Discharge of the Members of the Board of Directors and the Executive Committee

The Board of Directors proposes to approve the discharge of the members of the Board of Directors and the Executive Committee for the financial year 2015.

5. Opting Out

Patinex AG proposes to add the following paragraph to §3 of the Articles of Incorporation:

"An acquirer of shares of the Company is not obliged to make a public purchase offer pursuant to Articles 135 and 163 of the Federal Act on Financial Market Infrastructure and Market Conduct in Securities and Derivatives Trading (FMIA)."

Response of the Board of Directors: The Board of Directors recommends unanimously that the proposal by Patinex AG be approved.

Notes

Explanatory Statement by Patinex AG:

The current strategy of Myriad Group AG aims at the development and establishment of a social media platform. This undertaking bears a significant risk and will materialize in material earnings at the earliest in 2017. The usual valuation methods can under these circumstances not be applied in the current stage. Correspondingly, the volatility of the shares of Myriad Group AG is high which, in connection with the currently applicable mandatory offer duty, can limit the company's ability to access the capital market.

It is under certain circumstances not possible for a shareholder with a large stake to support the company with additional equity which might be required. In addition, a shareholder with a large stake might not be able to execute supporting purchases due to the mandatory offer duty in cases where market participants cause significant declines in the share price (e.g. with shorting strategies) as was the case last year.

To remove these obstacles, Patinex AG requests the introduction of an opting out-clause in the Articles of Incorporation. Patinex AG has no intention of acquiring a controlling majority in Myriad Group AG. However, it would like to have the possibility to step in should this be in the interest of the company and its

die Möglichkeit haben einzugreifen, sollte dies im Interesse der Gesellschaft und ihrer Aktionäre sein.

Folgen der Einführung einer Opting Out-Klausel:

Nach Einführung einer solchen generellen Opting Out-Klausel sind Erwerber von Aktien der Gesellschaft nicht zu einem öffentlichen Kaufangebot nach den Artikeln 135 und 163 des Bundesgesetzes über die Finanzmarktinfrastrukturen und das Marktverhalten im Effekten- und Derivatehandel (FinfraG) verpflichtet, sofern sie den Schwellenwert von 33 1/3% der Stimmrechte überschreiten. Diese Befreiung gilt nicht nur für Patinex AG, sondern für jeden gegenwärtigen oder zukünftigen Aktionär der Myriad Group AG.

Eine weitere Folge der Einführung einer Opting Out-Klausel ist, dass ein Anbieter in einem allfälligen freiwilligen öffentlichen Übernahmeangebot nicht an die Regelung betreffend Mindestpreis gebunden ist.

Begründung des Verwaltungsrates:

Im gegenwärtigen Marktumfeld ist es schwierig, den Aktienkurs der Myriad Group AG zu stabilisieren, bzw. eine adäquate Bewertung der Myriad Group AG vorzunehmen. Patinex AG hat sich seit 2008 als verlässlicher Ankeraktionär und Finanzierungsquelle der Myriad Group AG erwiesen. Die Einführung einer Opting Out-Klausel würde Patinex AG die benötigte Flexibilität geben, um diese Rolle weiterhin einnehmen zu können. Deshalb ist der Verwaltungsrat der Meinung, dass der Antrag von Patinex AG im besten Interesse der Gesellschaft sowie ihrer Aktionäre liegt.

Da die vorgeschlagene Opting Out-Klausel jedoch allgemein gehalten ist, bleibt es dem Verwaltungsrat offen, weitere Ankeraktionäre für die Myriad Group AG zu suchen, welche bei Überschreitung des Schwellenwerts von 33 1/3% der Stimmrechte keine Pflicht zur Unterbreitung eines öffentlichen Angebots hätten. Weiter könnte die Patinex AG sich mit weiteren Aktionären zu einer Gruppe zusammenschließen, welche bei Überschreitung des entsprechenden Schwellenwerts ebenfalls keiner Angebotspflicht unterstehen würde.

Die Mitglieder des Verwaltungsrates wurden unter anderem mit Hilfe der Stimmen der Patinex AG gewählt. Darüber hinaus stehen die Verwaltungsräte in keiner besonderen Beziehung zu Patinex AG und üben ihr Amt nicht nach Instruktionen der Patinex AG aus. Somit befindet sich nach Auffassung des Verwaltungsrates keines seiner Mitglieder in einem Interessenkonflikt.

shareholders.

Consequences of the Introduction of an Opting Out-Clause:

With the introduction of such a general opting out-clause, acquirers of shares of the Company are not obliged to make a public purchase offer pursuant to articles 135 and 163 of the Federal Act on Financial Market Infrastructures and Market Conduct in Securities and Derivatives Trading (FMIA) in case they exceed the threshold of 33 1/3% voting rights. This exemption is not only applicable to Patinex AG but also to all current and future shareholders of Myriad Group AG.

Another consequence of the introduction of an opting out-clause is that in a voluntary public tender offer an offeror is not bound by the minimum price rules.

Explanatory Statement by the Board of Directors:

The current market conditions render it difficult to stabilize the share price of Myriad Group AG, respectively to make an adequate valuation of Myriad Group AG. Since Patinex AG has proven to be a reliable anchor shareholder and finance source of Myriad Group AG since 2008. The introduction of an opting out-clause would give Patinex AG the required flexibility to take this role in the future. Therefore, the board of directors believes that the proposal made by Patinex AG is in the best interest of the company and its shareholders.

Since the proposed opting out-clause is drafted in a general manner, the board of directors could also seek other anchor shareholders for Myriad Group AG which would, in case they exceed the threshold of 33 1/3% voting rights, not have a duty to make a mandatory tender offer. In addition, Patinex AG could form a group with other shareholders and such group would, if they exceed the relevant threshold, also not be subject to the mandatory offer duty.

The members of the Board of Directors were elected, inter alia, with the votes of Patinex AG. Beyond this, the members of the board of directors have no special relationship with Patinex AG and do not perform their duties according to instructions of Patinex AG. Therefore, the Board of Directors believes that none of its members is in a conflict of interest.

6. Wahlen

6.1 Wiederwahl des Verwaltungsrats

Gemäss Art. 3, 4 und 29 VegüV wählt die Generalversammlung ab dem 1. Januar 2014 die Mitglieder des Verwaltungsrats und den Präsidenten des Verwaltungsrats jedes Jahr einzeln.

Der Verwaltungsrat beantragt die Wiederwahl folgender Mitglieder des Verwaltungsrats für eine weitere Amtsdauer von einem Jahr bis zum Abschluss der nächsten ordentlichen Generalversammlung:

- Erik Hansen (und Wahl zum Präsidenten des Verwaltungsrats in der gleichen Abstimmung)
- Mauro Saladini

6.2 Wahl von David Galbraith

Der Verwaltungsrat beantragt die Wahl von David Galbraith als neues Mitglied des Verwaltungsrats für eine Amtsdauer von einem Jahr.

6.3 Wahl des Vergütungsausschusses

Gemäss Art. 7 und 29 VegüV wählt die Generalversammlung ab dem 1. Januar 2014 jedes Jahr die Mitglieder des Vergütungsausschusses des Verwaltungsrats einzeln.

Der Verwaltungsrat beantragt die Wahl folgender Mitglieder des Verwaltungsrats als Mitglieder des Vergütungsausschusses (Compensation and Nomination Committee) für eine Amtsdauer von einem Jahr bis zum Abschluss der nächsten ordentlichen Generalversammlung:

- Erik Hansen
- Mauro Saladini

6.4 Wiederwahl der Revisionsstelle

Der Verwaltungsrat beantragt, PricewaterhouseCoopers AG, Zürich, für eine weitere Amtsdauer von einem Jahr als Revisionsstelle wiederzuwählen.

6. Elections

6.1 Re-Election of the Board of Directors

In accordance with Articles 3, 4 and 29 of the Swiss Ordinance against Excessive Compensation in Listed Stock Corporations, as from January 1, 2014, the Annual General Meeting elects each member of the Board of Directors and the Chairman of the Board of Directors individually each year.

The Board of Directors proposes to re-elect the following members of the Board of Directors for another one-year term until the end of the next ordinary shareholders' meeting:

- Erik Hansen (and election as chairman in a single vote)
- Mauro Saladini

6.2 Election of David Galbraith

The Board of Directors proposes to elect David Galbraith as new member of the Board of Directors for a one-year term.

6.3 Election of the Compensation and Nomination Committee

In accordance with Articles 7 and 29 of the Swiss Ordinance against Excessive Compensation in Listed Stock Corporations, as from January 1, 2014, the Annual General Meeting elects each member of the Compensation and Nomination Committee of the Board of Directors individually each year.

The Board of Directors proposes to elect the following members of the Board of Directors as members of the Compensation and Nomination Committee for a one-year term until the end of the next ordinary shareholders' meeting:

- Erik Hansen
- Mauro Saladini

6.4 Re-Election of the Auditors

The Board of Directors proposes to re-elect PricewaterhouseCoopers AG, Zurich, as Auditors for an additional one-year term of office.

6.5 Wahl des unabhängigen Stimmrechtsvertreters

Gemäss Art. 8 und 30 VegüV wählt die Generalversammlung den unabhängigen Stimmrechtsvertreter bis zum Abschluss der nächsten ordentlichen Generalversammlung.

Der Verwaltungsrat beantragt, Herrn Roger Wirz, Rechtsanwalt, LL.M., 8400 Winterthur, für eine Amtsdauer von einem Jahr bis zum Abschluss der nächsten Generalversammlung zu wählen.

7. Vergütungen des Verwaltungsrates

Der Verwaltungsrat beantragt einen maximalen Gesamtbetrag von CHF 600,000 zur Vergütung des Verwaltungsrats für das Geschäftsjahr 2017. Weitere Informationen dazu finden Sie im Annex.

8. Vergütungen der Geschäftsleitung

Der Verwaltungsrat beantragt einen maximalen Gesamtbetrag von CHF 3,500,000 zur Vergütung der Konzernleitung für das Geschäftsjahr 2017. Weitere Informationen dazu finden Sie im Annex.

B. Organisatorische Hinweise

Zutrittskarte und Stimmunterlagen

Die Zutrittskarten und Stimmunterlagen werden den Aktionärinnen und Aktionären zwischen dem 14. März 2016 und dem 22. März 2016 auf Anmeldung hin versandt. Sollten Sie die Unterlagen nicht erhalten haben, so melden Sie sich bitte vor Beginn der Generalversammlung am GV-Schalter. Wir werden Ihnen die Zutrittskarte und die Stimmunterlagen gegen Vorlage eines Identitätsausweises persönlich aushändigen.

Stimmberechtigung und Schliessung des Aktienregisters

Stimmberechtigt sind die am 11. März 2016, 17.00 Uhr, im Aktienbuch mit Stimmrecht eingetragenen Aktionärinnen und Aktionäre der Myriad Group AG. Zutrittskarten, die aufgrund eines Verkaufs oder Zukaufs von Aktien nicht mehr gültig sind, müssen vor Beginn der Generalversammlung am GV-Schalter berichtigt werden. Das Aktienregister bleibt vom 11. März 2016, 17.00 Uhr, bis am 25. März 2016, 8.00 Uhr, geschlossen.

6.5 Election of Independent Proxy

In accordance with Articles 8 and 30 of the Swiss Ordinance against Excessive Compensation in Listed Stock Corporations, the Annual General Meeting elects the Independent Proxy until the end of the next Annual General Meeting.

The Board of Directors proposes the election of Roger Wirz, attorney at law, LL.M., 8400 Winterthur, as Independent Proxy until the end of the next Annual General Meeting.

7. Compensations of the Board of Directors

The Board of Directors proposes a maximum amount of CHF 600,000 for the compensation of the Board of Directors for the business year 2017. For further details please refer to the annex.

8. Compensations of the Executive Committee

The Board of Directors proposes a maximum amount of CHF 3,500,000 for the compensation of the Executive Committee for the business year 2017. For further details please refer to the annex.

B. Organizational Remarks

Admission Cards and Voting Materials

Admission cards and voting materials will be sent to the shareholders who confirmed their participation between March 14, 2016, and March 22, 2016. Should you not have received the documents, please refer to the GM desk before the General Meeting starts. We will give you your admission card and voting materials in person against presentation of a valid identity card.

Voting Rights and Closing of Share Register

Shareholders who have been entered into Myriad Group AG's share register until March 11, 2016, 5.00 p.m. CET, are entitled to vote in the General Meeting. Admission cards which are no longer valid due to a sale or purchase of shares must be amended accordingly before the General Meeting at the GM desk. The share register is closed from March 11, 2016, 05.00 p.m. CET until March 25, 2016, 08.00 a.m. CET.

Vollmachtserteilung

Aktionärinnen und Aktionäre, die nicht persönlich an der Generalversammlung teilnehmen, können sich durch eine andere Aktionärin/einen anderen Aktionär oder durch eine Drittperson vertreten lassen. Zusätzlich besteht die Möglichkeit, die Aktien durch Herrn Roger Wirz, Rechtsanwalt, LL.M., Gertrudstrasse 1, 8400 Winterthur, als unabhängigen Stimmrechtsvertreter an der Generalversammlung vertreten zu lassen. Ebenso können dem unabhängigen Stimmrechtsvertreter unter [www.netvote.ch/myriad](https://netvote.ch/myriad) elektronisch Vollmachten und Weisungen erteilt werden. Bitte verwenden Sie zur Vollmachterteilung ausschliesslich das Vollmachtsformular, welches Ihnen mit dem Stimmmaterial zugeht.

Vorzeitiges Verlassen der Generalversammlung

Sollten Sie die Generalversammlung vorzeitig verlassen, bitten wir Sie, das nicht benutzte Stimmmaterial beim Ausgang vorzuweisen, damit die Änderung in der Präsenz erfasst werden kann.

Sprache

Die Generalversammlung wird in englischer und teilweise in deutscher Sprache durchgeführt. Englische Erläuterungen im Zusammenhang mit den Anträgen werden im Bedarfsfall auch zusätzlich in Deutsch abgegeben.

Erhalt von elektronischen Nachrichten

Wünschen Sie in Zukunft die Unterlagen zur Generalversammlung der Myriad Group AG elektronisch zu erhalten, können Sie im Weisungserteilungssystem unter <https://netvote.ch/myriad> die Option "Versand wählen" auswählen. Die Login-Daten finden sich auf dem beigelegten Antwortschein.

Weitere Hinweise

Für Fragen im Zusammenhang mit der Generalversammlung wenden Sie sich bitte an Dieter Studer, areg.ch.ag, 4614 Hägendorf (Telefon +41 62 209 16 60).

Zürich, 1. März 2016

Myriad Group AG

Für den Verwaltungsrat:



Erik Hansen, Präsident

Representation / Voting by Proxy

Shareholders who do not personally attend the General Meeting may be represented by another shareholder or a third party. Moreover, shareholders may choose to be represented in the General Meeting by Mr Roger Wirz, Attorney-at-Law, LL.M., Gertrudstrasse 1, 8400 Winterthur, as an independent proxy. Alternatively, shareholders can request representation and issue instructions to the independent proxy electronically at <https://netvote.ch/myriad>. Please only use the proxy form which you will receive with your voting materials.

Leaving the General Meeting Early

Should you leave the General Meeting early, we kindly ask you to show your unused voting materials at the exit in order to register the changes in the quorum.

Language

The General Meeting will be conducted in English and partially in German. English explanations as regards to the proposals will, if necessary, additionally be given in German.

Receipt of electronic message

If you wish to electronically receive the documents regarding the General Meeting of Myriad Group AG in the future please use the option "Select Dispatch" in the voting instruction system (<https://netvote.ch/myriad>). The login details can be found on the enclosed reply form.

Further Information

For any questions in connection with the General Meeting, please refer to Dieter Studer, areg.ch.ag, 4614 Hägendorf (Telephone +41 62 209 16 60).

Zurich, March 1, 2016

Myriad Group AG

For the Board of Directors:



Erik Hansen, Chairman



Annexe - Information regarding voting for Board and Executive Committee Compensation

Information can be found on page 24 of our Annual report concerning our approach to remuneration of the Board of Directors and Executive Committee. This can be downloaded at:
<http://www.myriadgroup.com/investors/publications/>

The Board of Directors proposes to hold separate votes on the compensation of the Board of Directors and the Executive Committee at the 2016 Annual General Meeting. We have chosen the prospective approach and hence we are asking our shareholders to vote on 2017 proposed compensation.

Members of the Board and Executive Committee are paid in CHF, GBP and USD and the exchange rate used for 2016 is:

Relationship	Exchange Rate
GBP:CHF	1.48
USD:CHF	0.97

Proposed Compensation to the Board of Directors in 2017

The Board of Directors proposes a maximum amount of CHF 600,000 for the compensation of the Board of Directors for the business year 2017. The table below gives details of this request.

CHF'000	Fixed Compensation	Other Compensation ²	Total Fair Value of Options granted ¹	Total Compensation
Proposed 2017	333	15	252	600
Approved 2016 at AGM 2015	314	7	229	550

1. The amount noted above is the total fair-value of share options awarded or proposed for the period, it represents the total accounting expense calculated in accordance with IFRS 2 using the Black-Scholes valuation model. This charge is allocated over the vesting period in the financial statements. On the exercise of the option the member would pay to the company the strike price per option which would be equal to the share price on the date of the grant of the option. The Black-Scholes valuation estimate for FY 2017 is based on a share price of CHF 3.06.
2. Other Compensation includes employers' social taxes paid by the company to local tax authorities not to the member directly, pension contributions and other non-cash benefits.

c/o GHR Rechtsanwälte AG
Bahnhofstrasse 64
8001 Zurich, Switzerland

t: + 41 (0) 44 823 8900
e: info@myriadgroup.com
www.myriadgroup.com



Proposed Compensation of the Executive Committee in 2017

The Board of Directors proposes a maximum amount of CHF 3,500,000 for the business year 2017. The table below gives details of this request.

CHF'000	Base compensation	Annual incentive	Total cash compensation	Total fair value of share option awards ¹	Other compensation ²	Total compensation
Proposed 2017	1,183	662	1,845	1,130	525	3,500
Approved 2016 at 2015 AGM	1,388	806	2,194	765	541	3,500

1. The amount noted above is the total fair-value of share options awarded or proposed for the period, it represents the total accounting expense calculated in accordance with IFRS 2 using the Black-Scholes valuation model. This charge is allocated over the vesting period in the financial statements. On the exercise of the option the member would pay to the company the strike price per option which would be equal to the share price on the date of the grant of the option. The Black-Scholes valuation estimate for FY 2017 is based on a share price of CHF 3.06.
2. Other Compensation includes employers' social taxes paid by the company to local tax authorities not to the member directly, pension contributions and other non-cash benefits.

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