

Information Regarding the Offering by Boss Info AG

Farnern, November 01, 2022

Company	Boss Info AG, Tannackerstrasse 3, 4539 Farnern, Switzerland (CHE-105.004.543).
Business activity	<p>The Boss Info team has over 300 specialists and is committed to a common goal every day: Through the use of innovative technologies, they use industry solutions, consulting, ICT solutions and services to digitalize the business processes of SMEs. Consistent implementation of the strategy and exemplifying the company's values – expertise, fairness, long-lasting relationships and commitment – have made Boss Info what it is today: Boss Info is one of the most successful independent providers of business solutions, ICT & cloud services, consulting services and collaboration solutions. The 360° ICT range for companies includes proven in-house developments such as bossERP, bossSalary and bossGO and the Microsoft Dynamics 365 ERP solutions Finance & Supply Chain Management and Business Central, STEPS, as well as the Oracle solutions JD Edwards and NetSuite. DMS and Business Process Management solutions complete the product range in addition to custom developments and the extensive Microsoft 365 expertise.</p> <p>The capital that the company will raise through the present transaction will be used to support the future growth of Boss Info AG.</p>
Offering	The present transaction consists of a capital increase with a subscription offer to registered users of the Taurus Investor Portal. The company's existing shareholders will be entitled to subscribe for shares within the scope of the capital increase.
Shares offered	<p>350,000 fully paid-in registered shares in the company with a par value of CHF 0.01 each are to be issued from authorized capital as part of a capital increase and are expected to be registered in the Commercial Register of the Canton of Bern by December 31, 2022.</p> <p>Once the transaction is completed, the company's share capital is accordingly expected to increase from CHF 105,000.00 (divided into 10,500,000 registered shares with a par value of CHF 0.01) to CHF 108,500.00 (divided into 10,850,000 registered shares with a par value of CHF 0.01).</p>
Subscription rights	The subscription rights of existing shareholders are preserved in their entirety under the present offering.
Exercise period / processes	The period for existing shareholders to exercise their subscription rights is expected to start on November 11, 2022 and to end at 12:00 on December 15, 2022. The same exercise period will apply to other users of the Taurus Investor Portal.

The signing of the subscription certificate must take place within this period via the Taurus Investor Portal and in compliance with the terms and conditions applicable there. These can be viewed under the following link and are an integral component of this Offering: <https://www.bossinfo.com/about-us/token/#capital>. By signing a subscription certificate, the relevant user declares his agreement to the terms and conditions of the Taurus Investor Portal.

The entire transaction (i.e. until definitive allocation of shares) will take place via the Taurus Investor Portal.

Users of the Taurus Investor Portal who are not shareholders of the company today, will not be entitled to be allocated shares even after signing the subscription certificate. Instead, existing shareholders' subscription rights that are not exercised will be allocated by the Company's Board of Directors in the interests of the Company and with due regard for the equal treatment of shareholders.

The new shares will be issued as tokens. One share corresponds to one token (non-divisible) and will appear in the respective shareholder's wallet on the Taurus Investor Portal once the transaction is completed (and the shares have been allocated definitively).

Until the shares are allocated definitively, the amount paid in by the respective user for the share subscription via the Taurus Investor Portal will be secured in a blocked account. If none of the subscribed shares or not all of them can subsequently be allocated, the entire amount will be reimbursed to the subscriber in question via the Taurus Investor Portal.

Issue price

The issue price for each registered share offered is CHF 9.75.

Securitization

According to article 4 of the company's articles of association, the company may issue its shares in the form of securities (as an individual or global certificate) or in the form of uncertificated securities (as simple uncertificated securities or as ledger-based uncertificated securities). Shareholders are not entitled to have securities issued or delivered. However, the company may issue or deliver such securities at its discretion at any time.

Voting right / share register

Each share will entitle the holder to one vote at the company's general meeting.

Only persons recorded as shareholders in the share register will be regarded as shareholders by the company. A shareholder may request confirmation from the company that the shareholder is recorded in the share register.

Shareholders may only assert such claims to dividends and other assets associated with their capacity as shareholders that arise once they are recorded in the share register. The right to dividends and other assets associated with their capacity as shareholders that arise

while a shareholder is not recorded in the share register will be forfeited to the company.

Purchasers of shares will be recorded in the company's share register if they identify themselves and state the persons for whose account they hold the shares (beneficial owner) in accordance with the processes put in place for this purpose by the company. The company may request confirmation from shareholders that the details are up-to-date at any time.

Having notified the person concerned, the company may delete the recording of a shareholder in the share register for all or part of the shares owned by the shareholder retrospectively if the recording was based on false statements by the purchaser. The shareholder in question must be informed immediately of his deletion from the share register.

Having notified the person concerned, the company may suspend a shareholder's shareholder rights for all or part of the shares owned by the shareholder and make a note to this effect in the share register if the purchaser refuses to confirm that the details are up-to-date on request. The shareholder in question must be informed immediately of such a note in the share register.

The obligation to report in analogous application of art. 697J para. 5 Swiss Code of Obligations (CO) does not apply if the shares are designed as intermediated securities within the meaning of the Federal Act on Intermediated Securities and are stored with a depository in Switzerland or recorded in the main register. The company will designate the depository.

The transfer of shares is subject to the rules of the registration agreement pursuant to art. 973f para. 1 CO. The registration agreement constitutes an integral component of this Offering and can be viewed via the following link:

<https://www.bossinfo.com/about-us/token/#capital>.

By signing a subscription certificate, the user in question declares his agreement to the registration agreement.

Entitlement to dividends

The new shares will be entitled to dividends from financial year 2022 onwards. This is subject to prior compliance with the provisions specified under the previous section "Share register".

Articles of association

The company's articles of association constitute an integral component of this Offering and can be viewed via the following link:
<https://bossinfo.com/articles-of-association>.

<https://www.bossinfo.com/about-us/token/#capital>.

By signing a subscription certificate, the relevant user declares his agreement to the Company's articles of association.

Key figures/annual report	The current key figures and the annual report of Boss Info AG for 2021 can be viewed under the following link: https://report.bossinfo.com (password: beboss1000)
Applicable law	Swiss law
Jurisdiction	Bern is the place of jurisdiction.

Farnern, October 29, 2022

For the Board of Directors:



Simon Boss
Chairman of the Board of Directors

*This document does not constitute **either a prospectus or a basic information sheet within the meaning of FinSA** and, in accordance with the applicable provisions, no prospectus has been or will be prepared for or in conjunction with the planned capital increase by Boss Info AG.*