



USI Group Holdings AG  
Bleicherweg 66,  
CH-8002 Zürich,  
Switzerland  
[www.usigroupholdings.ch](http://www.usigroupholdings.ch)

## PRESS RELEASE

1 September 2016

The Board of Directors of USI Group Holdings AG (“USI” or the “Company”) is pleased to announce that its upcoming Annual General Meeting will be held on 27 September 2016. At the meeting, it will propose to the Company’s shareholders the following principal matters:

- (i) To approve the Company’s 2015-2016 directors’ report and financial statements;
- (ii) To approve the board’s and executive management’s maximum fixed compensation for the 2016/17 period;
- (iii) To re-elect three members of the current Board (Dr. Volkert Klaucke, Dr. Doraiswamy Srinivas and David Quint, while William Vanderfelt will not stand for re-election), to elect Markus Müller as a new member and to re-elect Dr. Klaucke as Chairman;
- (iv) To approve in an advisory vote, the acquisition of the entire issued share capital of RP&C International, Inc (“RP&C”);
- (v) To amend the Company’s articles of association to expand its purpose clause and to change the Company’s name to Arundel AG; and
- (vi) To reduce the Company’s share capital by way of a nominal value reduction from CHF 10.00 to CHF 9.50 per share and to repay to shareholders CHF 0.50 per share payable in cash, or at the election of shareholders, in shares of the Company with one share being offered for each CHF 8.50 of repayment entitlement.

The invitation to the Annual General Meeting of 27 September 2016 is available on the Company’s website. It will be published in the Swiss Official Commercial Gazette on or about 5 September 2016 and sent by mail to all shareholders registered with voting rights on the Company’s share register.

Please contact Sian Morgan at email: [info@usigroupholdings.ch](mailto:info@usigroupholdings.ch), to obtain an admission card and proxy form for written and/or electronic proxy instructions from 12 September 2016.

Full information concerning the Company’s Board members and other matters are available from the Company’s website at [www.usigroupholdings.ch](http://www.usigroupholdings.ch).

USI Group Holdings AG      Registered in Switzerland No: CH-020.3.922.903-6      Registered Office as above

**USI Group Holdings AG**

Dr. Volkert Klaucke (Chairman)

**Further information:**

Ralph Beney

Investor Relations Officer

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