

Ad-hoc media release

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Bussnang, 06 May 2021

Stadler Rail shareholders approve all the proposals of the Board of Directors

At the 30th General Meeting of Stadler Rail AG, the shareholders today approved all the proposals of the Board of Directors. The shareholders confirmed the position of Peter Spuhler as Chairman of the Board of Directors and the appointment of all the other directors standing for election. Due to the measures decreed by the Federal Council to protect the population from the coronavirus, the shareholders had cast their votes exclusively through the independent proxy.

The shareholders of Stadler Rail AG approved all the proposals of the Board of Directors at today's 30th Ordinary General Meeting. In accordance with COVID-19 Ordinance 3, no shareholders were present in person at the 2021 General Meeting. Shareholders therefore exercised their voting rights through the independent proxy, who represented 72.32 percent of the total 100,000,000 shares. In addition, shareholders had the opportunity to send their questions to the Board of Directors electronically in advance. During the General Meeting, the Board of Directors attached great importance to answering all the questions that had been submitted. The answers will be sent to the shareholders in writing. The most important questions were also included in the minutes of the General Meeting.

The annual report, the financial statements and the consolidated financial statements for the 2020 financial year were approved. Furthermore, the shareholders approved the proposed appropriation of profits of 205,925,136 Swiss francs and decided to pay a dividend of 0.85 Swiss francs per registered share (gross). The shareholders also granted the discharge of the members of the Board of Directors and the Group Executive Board.

Peter Spuhler was re-elected Chairman of the Board of Directors. In addition to Peter Spuhler, all other members of the Board of Directors were re-elected for a one-year term of office. The Board of Directors of Stadler Rail AG consists of Peter Spuhler, Hans-Peter Schwald, Barbara Egger-Jenzer, Dr Christoph Franz, Fred Kindle, Doris Leuthard, Wojciech Kostrzewa and Kurt Rüegg.

The following members were elected to the Compensation Committee for a further year: Barbara Egger-Jenzer, Dr Christoph Franz and Peter Spuhler. The shareholders also elected Hans-Peter Schwald as a new member of the Compensation Committee for one year.

Furthermore, the General Meeting approved the total remuneration of the Board of Directors for 2022 and the total remuneration of the Group Executive Board for 2022 and re-elected the independent proxy and the

auditors for another year. In the spirit of a non-binding advisory vote, the shareholders also approved the 2020 Remuneration Report.

The shareholders also approved the creation of new authorised capital. The Board of Directors is authorised to increase the share capital until 6 May 2023 by a maximum amount of 2,000,000 Swiss francs by issuing a maximum of 10,000,000 fully paid-up new registered shares with a nominal value of 0.20 Swiss francs each. Article 5 of the Articles of Association will be amended accordingly.

The next Ordinary General Meeting of Stadler Rail AG is expected to take place on 5 May 2022.

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About Stadler

Stadler has been building trains for over 75 years. The system provider of rail vehicle construction solutions has its headquarters in Bussnang in Eastern Switzerland. It has a workforce of around 12,300 based in various production and engineering locations as well as more than 40 service locations. The company is conscious of its social responsibility for sustainable mobility and therefore stands for innovative, sustainable and durable quality products. The product range in the field of mainline railways and city transport includes high-speed trains, intercity trains, regional and suburban trains, metros, tramways and trams. Furthermore, Stadler also manufactures main-line locomotives, shunting locomotives and passenger carriages. It is the world's leading manufacturer in the rack-and-pinion rail vehicle industry.

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