



Category: Notifications issued to company members

Sub-category: Invitation to the General Meeting

Publication date: SHAB 02.04.2026

Publicly viewable until: 02.04.2029

Publication number: UP04-0000007746

Publishing entity

Homburger AG, Hardstrasse 201, 8005 Zürich

Invitation to the ordinary general meeting Alcon AG

Organisation concerned:

Alcon AG
CHE-234.781.164
Rue Louis-d'Affry 6
1701 Fribourg

General meeting details:

30.04.2026, 09:30 Uhr, SwissTech Convention Center (STCC),
Rue Louis Favre 2,
1024 Ecublens,
Switzerland
(doors open at 08:30 a.m. CEST)

Invitation/Agenda:

1. Approval of the operating and financial review of Alcon Inc., the annual financial statements of Alcon Inc. and the consolidated financial statements for 2025
2. Discharge of the members of the Board of Directors and the members of the Executive Committee
3. Appropriation of earnings and declaration of dividend as per the balance sheet of Alcon Inc. of December 31, 2025
4. Consultative vote on the 2025 Report on Non-Financial Matters
5. Votes on the compensation of the Board of Directors and of the Executive Committee
 - 5.1 Consultative vote on the 2025 Compensation Report
 - 5.2 Binding vote on the maximum aggregate amount of compensation of the Board of Directors for the next term of office, i.e. from the 2026 Annual General Meeting to the 2027 Annual General Meeting
 - 5.3 Binding vote on the maximum aggregate amount of compensation of the Executive Committee for the following financial year, i.e. 2027

6. Re-elections and Election of the Chair and the Members of the Board of Directors

6.1 Re-election of F. Michael Ball (as Member and Chair)

6.2 Re-election of Lynn D. Bleil (as Member)

6.3 Re-election of Arthur Cummings (as Member)

6.4. Re-election of Deborah Di Sanzo (as Member)

6.5 Re-election of David J. Endicott (as Member)

6.6 Re-election of Thomas Glanzmann (as Member)

6.7 Re-election of D. Keith Grossman (as Member)

6.8 Re-election of Karen May (as Member)

6.9 Re-election of Ines Pöschel (as Member)

6.10 Re-election of Dieter Spälti (as Member)

6.11 Election of R. Scott Herren (as Member)

7. Re-elections of the Members of the Compensation Committee

7.1 Re-election of Thomas Glanzmann

7.2 Re-election of Karen May

7.3 Re-election of Ines Pöschel

8. Re-election of the independent representative

9. Re-election of the statutory auditors



To the shareholders of Alcon Inc.

Invitation to the Annual General Meeting of Alcon Inc.

SwissTech Convention Center (STCC), Rue Louis Favre 2,
1024 Ecublens, Switzerland

Thursday, April 30, 2026, at 09:30 a.m. CEST
(doors open at 08:30 a.m. CEST)



Agenda and Proposals of the Board of Directors

1. Approval of the operating and financial review of Alcon Inc., the annual financial statements of Alcon Inc. and the consolidated financial statements for 2025

Proposal

The Board of Directors **proposes** that the operating and financial review of Alcon Inc., the annual financial statements of Alcon Inc. and the consolidated financial statements for 2025 be approved, acknowledging the reports of the statutory auditors.

Comment: Pursuant to our Articles of Incorporation, the Annual General Meeting has the competence to approve the operating and financial review of Alcon Inc., the annual financial statements of Alcon Inc. and the consolidated financial statements for 2025.

2. Discharge of the members of the Board of Directors and the members of the Executive Committee

Proposal

The Board of Directors **proposes** that the members of the Board of Directors and the members of the Executive Committee be granted discharge for the 2025 financial year.

Comment: Pursuant to our Articles of Incorporation, the Annual General Meeting has the competence to approve the discharge of the members of the Board of Directors and the members of the Executive Committee.

3. Appropriation of earnings and declaration of dividend as per the balance sheet of Alcon Inc. of December 31, 2025

Proposal

(CHF thousands)

Balance brought forward from previous year	17,946,370
Dividend paid during the year	(138,674)
Net income for the year	62,753
Earnings available to the Annual General Meeting	17,870,449

The Board of Directors **proposes** that:

- out of the earnings available to the Annual General Meeting, a gross dividend of CHF 0.28 per dividend-bearing share be declared while shares held by the Alcon Group will not be entitled to a dividend payment; and
- the remaining amount of available earnings, after appropriation of the proposed dividend, be carried forward.

Comment: Pursuant to our Articles of Incorporation, the Annual General Meeting has the competence to approve the appropriation of retained earnings and declaration of dividend. Calculated on the total number of issued shares of 499,700,000, the proposed dividend corresponds to a maximum total amount of CHF 139,916,000. No dividend is paid on shares held by the Alcon Group. The first trading day ex-dividend is expected to be May 5, 2026 (for shares held through SIX SIS) and May 6, 2026 (for shares held through DTC), and the payout date in Switzerland is expected to be on or around May 7, 2026. The Swiss withholding tax of 35% will be deducted from the gross dividend amount. The different ex-dividend dates for shares held through SIX SIS and through DTC are due to the fact that the US settlement practice changed from T+2 (which is common in Europe) to T+1 in May 2024.

4. Consultative vote on the 2025 Report on Non-Financial Matters

Proposal

The Board of Directors **proposes** that the 2025 Report on Non-Financial Matters be approved (non-binding consultative vote).

Comment: Pursuant to our Articles of Incorporation, the Annual General Meeting has the competence to approve the 2025 Report on Non-Financial Matters. This approval will be subject to a non-binding consultative vote. The 2025 Report on Non-Financial Matters can be found in pages 52-65 of the 2025 Sustainability Report, available at <https://alcon.widen.net/s/wbhqbszgl/alcon-2025-sustainability-and-social-impact-report>

5. Votes on the compensation of the Board of Directors and of the Executive Committee

5.1 Consultative vote on the 2025 Compensation Report

Proposal

The Board of Directors **proposes** that the 2025 Compensation Report be accepted (non-binding consultative vote).

Comment: Pursuant to our Articles of Incorporation, the Board of Directors shall submit the 2025 Compensation Report to a consultative vote of the shareholders. The 2025 Compensation Report can be found in pages 72-114 of the 2025 Annual Report. Please also refer to the enclosed "Say-on-Pay" brochure for further explanations.

5.2 Binding vote on the maximum aggregate amount of compensation of the Board of Directors for the next term of office, i.e. from the 2026 Annual General Meeting to the 2027 Annual General Meeting

Proposal

The Board of Directors **proposes** that shareholders approve the maximum aggregate amount of compensation of the Board of Directors covering the period from the 2026 Annual General Meeting to the 2027 Annual General Meeting in the amount of CHF 4,275,000.

Comment: Pursuant to our Articles of Incorporation, the Annual General Meeting has the competence to vote on the compensation of the Board of Directors. Please refer to the enclosed "Say-on-Pay" brochure for further explanations.

5.3 Binding vote on the maximum aggregate amount of compensation of the Executive Committee for the following financial year, i.e. 2027

Proposal

The Board of Directors **proposes** that shareholders approve the maximum aggregate amount of compensation of the Executive Committee for the 2027 financial year in the amount of CHF 47,100,000.

Comment: Pursuant to our Articles of Incorporation, the Annual General Meeting has the competence to vote on the compensation of the Executive Committee. Please refer to the enclosed "Say-on-Pay" brochure for further explanations.

6. Re-elections and Election of the Chair and the Members of the Board of Directors

Proposal

The Board of Directors **proposes** the re-election of the current members of the Board of Directors listed below, each for a term of office of one year extending until completion of the 2027 Annual General Meeting. In addition, the Board of Directors **proposes** the election of R. Scott Herren as member of the Board of Directors, for a term of office of one year extending until completion of the 2027 Annual General Meeting.

6.1 Re-election of F. Michael Ball (as Member and Chair)

6.2 Re-election of Lynn D. Bleil (as Member)

6.3 Re-election of Arthur Cummings (as Member)

6.4 Re-election of Deborah Di Sanzo (as Member)

6.5 Re-election of David J. Endicott (as Member)

6.6 Re-election of Thomas Glanzmann (as Member)

6.7 Re-election of D. Keith Grossman (as Member)

6.8 Re-election of Karen May (as Member)

6.9 Re-election of Ines Pöschel (as Member)

6.10 Re-election of Dieter Spälti (as Member)

6.11 Election of R. Scott Herren (as Member)

An accomplished financial executive with thirty-five years of experience, including most recently as the Chief Financial Officer of Cisco Systems, Inc., R. Scott Herren brings to the Board an extensive background in financial planning and strategy, corporate development, operations of global enterprises and internal controls over financial reporting of public companies. He has been a member of the board of directors of Rubrik, Inc. since 2021, where he is Chair of its Audit Committee, and Workiva Inc. since March 2026. Mr. Herren is also a member of the board of the Georgia Tech Foundation. Previously, he was a member of the board of directors of Proofpoint, Inc. from 2016 to 2020. Mr. Herren served as Executive Vice President and Chief Financial Officer of Cisco Systems, Inc. from 2020 until his retirement in 2025. From 2014 until 2020, Mr. Herren served as Senior Vice President and Chief Financial Officer of Autodesk, Inc. Mr. Herren also held financial and operations leadership positions of increasing responsibility at Citrix Systems, Inc. from 2000 until 2014, FedEx Corporation from 1997 to 2000, and IBM Corporation from 1984 until 1997.

Mr. Herren holds a Bachelor of Industrial & Systems Engineering from Georgia Institute of Technology and a Master of Business Administration from Columbia University – Graduate School of Business, both in the United States.

Comment: Pursuant to our Articles of Incorporation, the Annual General Meeting has the competence to elect the Chair and the members of the Board of Directors. The term of office for all members of the Board of Directors expires at the completion of the Annual General Meeting on April 30, 2026. All current members of the Board of Directors listed above are standing for re-election. In addition, R. Scott Herren is standing for election for the first time. The re-elections, and the election, respectively, of the members of the Board of Directors shall be effected on an individual basis. Information on the professional background of the current members of the Board of Directors can be found in the 2025 Annual Report, available at https://s1.q4cdn.com/963204942/files/doc_earnings/2025/q4/supplemental-info/2025-Annual-Report.pdf

7. Re-elections of the Members of the Compensation Committee

Proposal

The Board of Directors **proposes** the re-election of the current members of the Compensation Committee listed below, each for a term of office of one year extending until completion of the 2027 Annual General Meeting.

7.1 Re-election of Thomas Glanzmann

7.2 Re-election of Karen May

7.3 Re-election of Ines Pöschel

Comment: Pursuant to our Articles of Incorporation, the Annual General Meeting has the competence to elect the members of the Compensation Committee. All current members of the Compensation Committee listed above are standing for re-election. The re-elections shall be effected on an individual basis. The Board of Directors intends to re-designate Karen May as Chair of the Compensation Committee, subject to her re-election as a member of the Board of Directors and member of the Compensation Committee.

8. Re-election of the independent representative

Proposal

The Board of Directors **proposes** the re-election of Hartmann Dreyer, Attorneys-at-law, P.O. Box 343, 1701 Fribourg, Switzerland, as independent representative for a term of office of one year extending until completion of the 2027 Annual General Meeting.

Comment: Pursuant to our Articles of Incorporation, the Annual General Meeting has the competence to elect the independent representative.

9. Re-election of the statutory auditors

Proposal

The Board of Directors **proposes** the re-election of PricewaterhouseCoopers SA, Geneva, as statutory auditors for the 2026 financial year.

Comment: Pursuant to our Articles of Incorporation, the Annual General Meeting has the competence to elect the statutory auditors.

Fribourg, April 2, 2026

Alcon Inc.

Board of Directors

Enclosures: - Registration form with reply envelope
 - Brochure "Say-on-Pay"

Organizational Topics

No Trading Restriction on Shares of Alcon Inc.

The registration of shareholders for voting purposes does not affect the trading of shares held by registered shareholders before, during or after the Annual General Meeting.

Annual Report

The Annual Report is available electronically at https://s1.q4cdn.com/963204942/files/doc_earnings/2025/q4/supplemental-info/2025-Annual-Report.pdf

The invitation including the agenda and the proposals of the Board of Directors, along with the brochure "Say-on-Pay" will be mailed directly to shareholders who are registered in the Company's share register with the right to vote.

Registration and Admission Cards

Shareholders entered in the share register with the right to vote on April 16, 2026 are entitled to vote in the Annual General Meeting. These shareholders may authorize Hartmann Dreyer Attorneys-at-Law to act as their independent representative either by using the reply form enclosed or electronically (e-voting). The reply form or a corresponding electronic notification must reach the independent representative no later than April 26, 2026.

Proxy/Voting

If you cannot attend our Annual General Meeting in person, you may:

a) authorize Hartmann Dreyer Attorneys-at-law to act as your independent representative;

or

b) arrange to be represented by means of a written proxy by a third person who does not need to be a shareholder.

Electronic Authorization/Voting and Instructions to the Independent Representative (e-voting)

Shareholders may register by using the e-voting platform via www.gvote.ch to either request an admission card, appoint a proxy or issue voting instructions to the independent representative.

The requisite login details are enclosed in the reply form. Personalized login details remain valid. Shareholders may submit voting instructions electronically, or change any instructions that they may have communicated electronically, up to but no later than 11:59 p.m. on April 26, 2026.

Additionally, holders of shares in the United States should follow the instructions provided by their brokers, trustees, nominees or the Company's transfer agent, as applicable.

Speakers' Desk

Shareholders who wish to speak are requested to notify the speakers' desk near the podium before the Annual General Meeting begins.

Mobile Phones

Please switch off your mobile phones during the Annual General Meeting.

Translation

The Annual General Meeting will be conducted primarily in English. Simultaneous translation into French and German will be available.

Means of Transport

Shareholders are requested to use public transport since parking facilities at the STCC are limited.

Public Transport

From the train station in Lausanne to STCC in Lausanne, please use the metro "M2" to "Croisettes" and get off at the stop "Lausanne-Flon". Then please use the metro "M1" to "Renens-Gare" and get off at the stop "EPFL". The journey is around 21 minutes. Metro "M2" is available every 2 to 5 minutes. Metro "M1" is available every 5 to 7.5 minutes.

From the train station in Renens to STCC in Lausanne, please use the metro "M1" to "Lausanne-Flon" and get off at the stop "EPFL". The journey is around 6 minutes. Metro "M1" is available every 5 to 7.5 minutes.

Leaving the Annual General Meeting Early

Shareholders who leave the Annual General Meeting early are requested to hand in their unused voting materials and the electronic voting unit on their way out.

Contact Us

Alcon Inc.

Rue Louis-d'Affry 6
1701 Fribourg
Switzerland

Phone: +41 58 911 21 10

investor.relations@alcon.com
<https://www.investor.alcon.com/>



Say
-on-
Pay

2026

Annual General Meeting

Shareholder Information on
Compensation Proposals

Alcon

Inside Front Cover

Dear Shareholder,

This brochure provides you with information regarding our compensation-related proposals submitted to the 2026 Annual General Meeting ("AGM") and confirms our commitment towards a transparent Say-on-Pay ("SOP") approach.

The Compensation Committee ("the Committee") and the Board of Directors ("Board") are committed to a pay-for-performance framework to align company and executive performance with shareholder interests. This is why we have a pay structure for the Executive Committee of Alcon ("ECA") that is heavily-weighted in favor of performance-based elements.

We benchmark ECA compensation against a consistent blended peer group of International and US headquartered companies (42% International and 58% US) with similar characteristics of size, industry, business mix and global footprint. Although Alcon is headquartered in Switzerland, a significant portion of our sales, management team and associate population are in the US. The US is the largest pool for both medical device and ophthalmology talent, and it is therefore critical that Alcon is able to attract and retain key talent from the US.

While no increase was requested to the 2026 SOP budget for the ECA compared to the 2025 budget, the Board is proposing an increase to the 2027 SOP budget for the ECA to allow flexibility to attract and retain best-in-class expertise in strategically relevant competencies in medical device and ophthalmology industries.

The framework and the fee structure for the Board's compensation will remain unchanged. Further, the Board is proposing a budget increase for the upcoming term of office from the 2026 AGM to the 2027 AGM. The proposal contemplates an increase to the Board membership fees to better align Alcon's Board compensation to other Swiss Market Index ("SMI") companies.

On behalf of the Board and the members of the Committee, we thank you for your continued trust in Alcon. We are grateful for your participation in this year's AGM.

Sincerely,



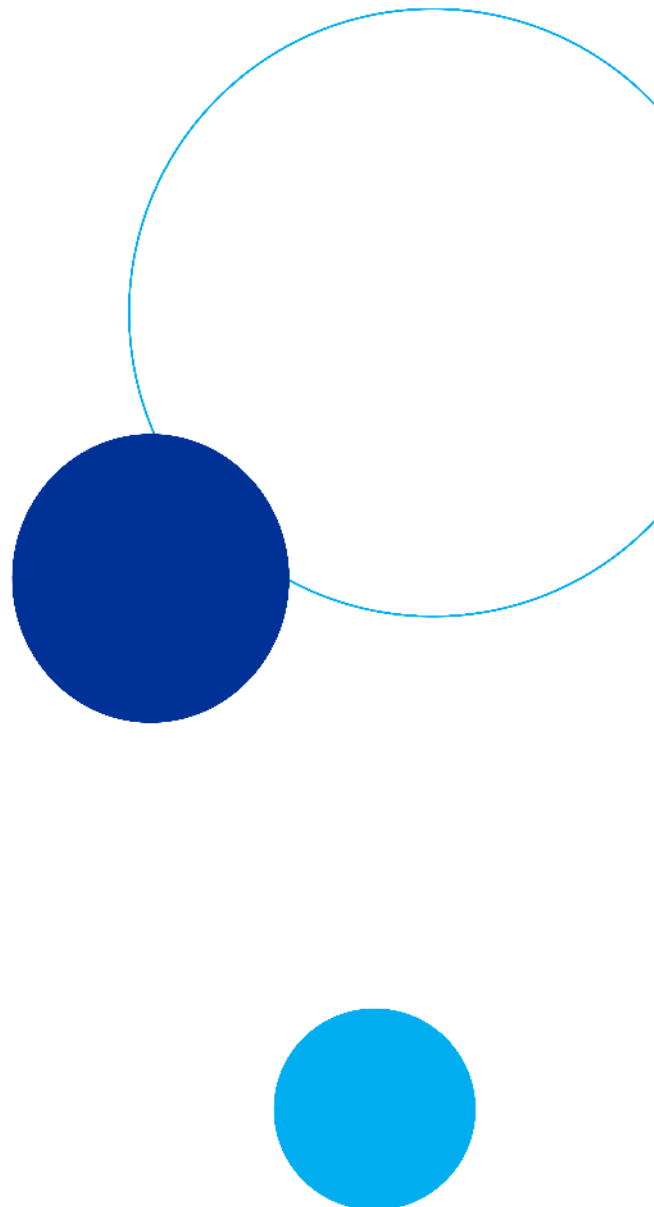
A stylized, handwritten signature in black ink.

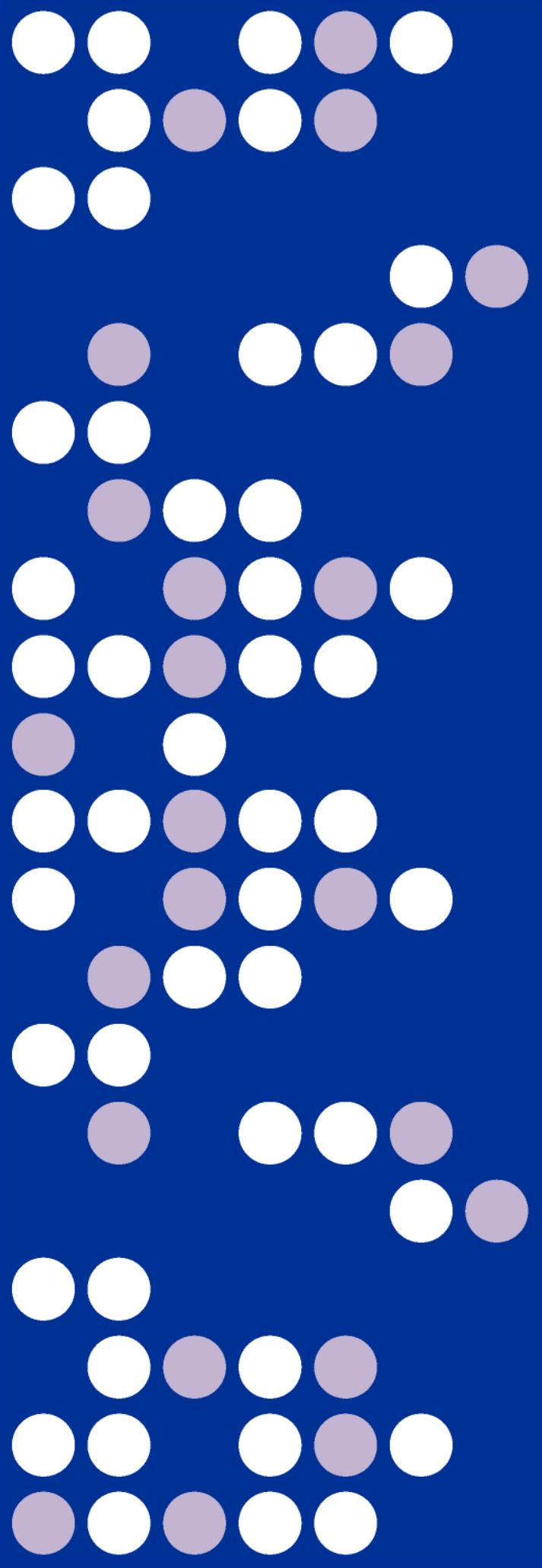
F. Michael Ball
*Chair of the
Board of Directors*



A stylized, handwritten signature in black ink.

Karen May
*Chair of the
Compensation Committee*





In line with Swiss regulations and our Articles of Incorporation, we are asking you to cast the following three votes:

Agenda item 5.1

Consultative vote on the 2025 Compensation Report

The Board of Directors proposes that the 2025 Compensation Report, included in the 2025 Annual Report, be accepted (non-binding consultative vote).

Agenda item 5.2

Binding vote on the maximum aggregate amount of compensation of the Board of Directors for the next term of office, i.e. from the 2026 AGM to the 2027 AGM

The Board of Directors proposes that shareholders approve the maximum aggregate amount of compensation of the Board of Directors covering the period from the 2026 AGM to the 2027 AGM in the amount of CHF 4,275,000.

Agenda item 5.3

Binding vote on the maximum aggregate amount of compensation of the ECA for the 2027 financial year

The Board of Directors proposes that shareholders approve the maximum aggregate amount of compensation of the ECA for the 2027 financial year in the amount of CHF 47,100,000.

5.1 Consultative vote on the 2025 Compensation Report

The Board of Directors proposes that the 2025 Compensation Report, included in the 2025 Annual Report, be accepted (non-binding consultative vote).

At our 2025 AGM, our 2024 Compensation Report received strong support from 87% of the votes cast. While we are encouraged to receive strong shareholder support, we continued our efforts to engage with and gather feedback from our shareholders during 2025 as part of our ongoing efforts to refine our executive compensation approach.

Our engagement team included our Board Chair, Chief Human Resources Officer, General Counsel, Head of Investor Relations and Head of Social Impact and Sustainability. We heard directly from investors on a range of important topics including CEO compensation, executive compensation programs and broader Social Impact and Sustainability matters.

The 2025 Compensation Report, included on pages 72 - 114 of Alcon's 2025 Annual Report, provides detailed information regarding compensation awarded to the members of the ECA and the Board in the 2025 financial year. It also sets out Alcon's compensation framework and philosophy. Alcon's 2025 Annual Report is available in electronic form on our website at the following address: [https:// investor.alcon.com/financials/annual-reports/default.aspx](https://investor.alcon.com/financials/annual-reports/default.aspx).

ECA Compensation 2025

Our ECA compensation program design remained consistent in 2025, with the vast majority of executive pay delivered in variable compensation. The Committee exercised no positive or negative discretion with regard to payouts under our STI and LTI plans during 2025.

Exhibit 1

	CEO Target Compensation	Other members of the ECA Target Compensation (average)	Payment Type	Performance Period	Purpose	Performance Measures	Payout Range
Annual Base Salary (ABS)			Cash	—	Reflects the roles and responsibilities for the position	Determined based on market value of role which includes benchmarking anchoring on the market median of peer companies. Other factors considered include business performance, external environment, experience and potential.	—
Short-Term Incentive (STI)			Cash	1 Year	Rewards annual performance based on financial and individual performance	- Financial performance Business Performance Factor ("BPF"): 40% Net Sales 40% Core Operating Income 20% Free Cash Flow - Individual Performance Factor ("IPF")	0%-200% of the STI target value
Long-Term Incentive (LTI)			Performance Stock Units ("PSUs") settled in Alcon shares	3 Years	Rewards long-term value creation and aligns with shareholder interests through PSUs	Metrics include: 25% Net Sales CAGR 25% Core Diluted EPS CAGR 25% Share of Peers 25% Innovation	0%-200% of the number of PSUs

Board compensation 2025

The components of our Board compensation are consistent with other Swiss Market Index ("SMI") companies providing cash retainer and full value shares. To maintain the independence and integrity of our Board, we do not pay any performance-based compensation to the members of our Board. At a glance, the Board fees include:

	Base fee ¹	Additional fee ¹	Payment in cash ²	Payment in shares
Board Chair	Chair fee	Not entitled to additional fee	50% of the Chair fee	50% of the Chair fee
Board member	Member fee	For roles in Committees as Chair and/or member ³ , and/or as Vice Chair of the Board	50% of the base and additional fees	50% of the base and additional fees

¹ Earned from AGM 2025 to AGM 2026.

² Board members may also elect to receive all or part of the cash fee in shares.

³ Audit and Risk Committee, Compensation Committee, Governance and Nomination Committee, and Innovation Committee.

5.2 Binding vote on the maximum aggregate amount of compensation of the Board of Directors for the next term of office, i.e. from the 2026 AGM to the 2027 AGM

The Board of Directors proposes that shareholders approve the maximum aggregate amount of compensation of the Board of Directors covering the period from the 2026 AGM to the 2027 AGM in the amount of CHF 4,275,000.

For the term from the 2026 AGM to the 2027 AGM, Alcon's Board will consist of 11 members, similar to the previous year.

The fixed compensation of non-executive Board members is comprised of a base fee for Board membership and additional fees for roles on Board committees. Board membership fees, as well as additional fees as Chair or member of committees and/or for specific roles such as Vice-Chair of the Board, are paid on a per-term basis in installments. Board members receive a minimum of 50% of their compensation in the form of Alcon shares. Each member of the Board may elect to receive a greater percentage (up to 100%) of their compensation in Alcon shares in lieu of cash. The Chair of the Board receives no additional fees for roles on Board committees. David J. Endicott, our CEO, does not receive any additional compensation for his Board membership.

In 2025, the Board conducted a benchmarking study of Alcon's Board pay against other Swiss Market Index ("SMI") companies and determined that our Board pay is below the median level of SMI companies. The Board proposes compensation changes for the Board Members pay at the 2026 AGM for the 2026-2027 AGM term.

The 2026-2027 budget contemplates an adjustment to the Board Member Fee, and no changes to the Board Chair Fee or committee member fees. The Board compensation framework will remain unchanged for the upcoming term of office from the 2026 AGM to the 2027 AGM, including the same mix of fees payable in cash and shares and the option to elect a higher percentage in shares in lieu of cash. The proposed maximum aggregate compensation budget is an increase of 9.6% from the previous year.

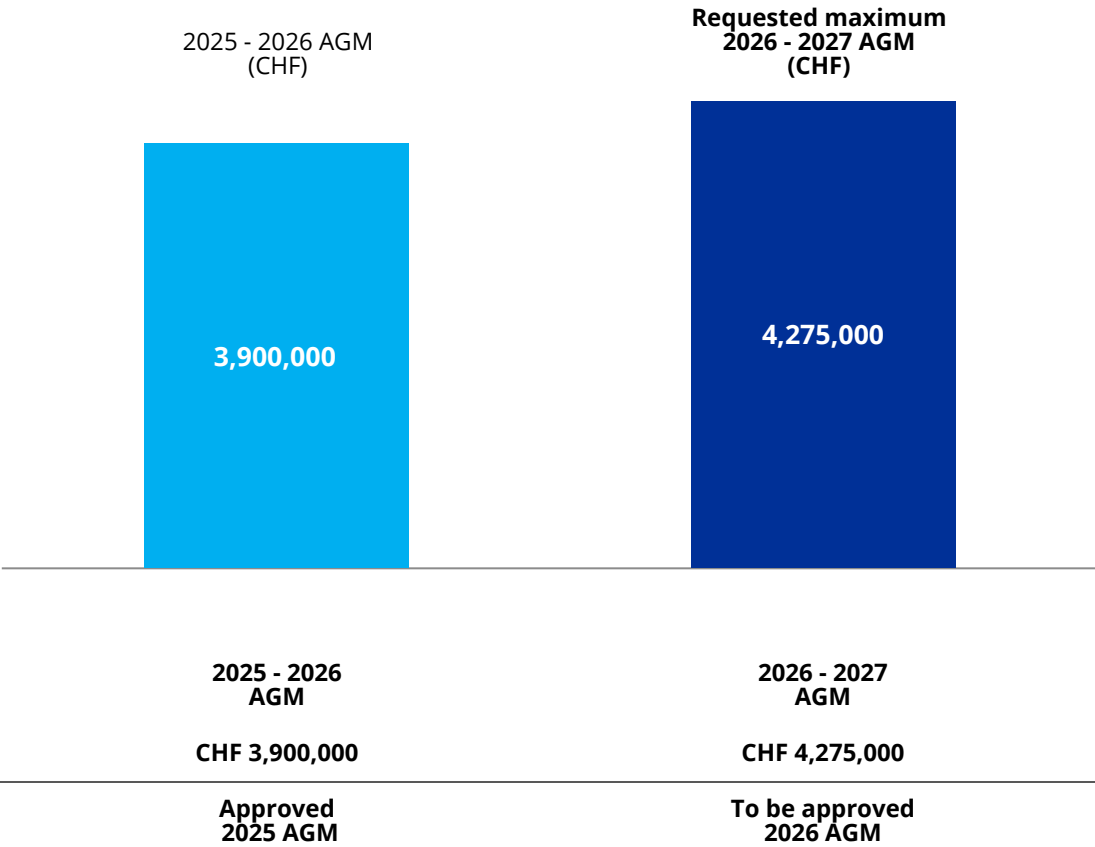
The graphic below sets out the base fees, the Board Chair and Vice Chair fees and Chairs and members of committees fees as described above. The proposed maximum aggregate amount of compensation of all non-executive members of the Board for the term from the 2026 AGM to the 2027 AGM amounts to CHF 4,275,000.

Base fee for Board membership for non-executive Directors for 2026-2027 AGM

Chair of the Board	CHF 1,150,000
Member of the Board	CHF 250,000

Additional fees for non-executive Directors for 2026-2027 AGM

	Chair	Member
Vice-Chair of the Board	CHF 40,000	
Audit and Risk Committee	CHF 70,000	CHF 35,000
Compensation Committee	CHF 60,000	CHF 30,000
Governance and Nomination Committee	CHF 60,000	CHF 30,000
Innovation Committee	CHF 60,000	CHF 30,000



5.3 Binding vote on the maximum aggregate amount of compensation of the ECA for the 2027 financial year

The Board of Directors proposes that shareholders approve the maximum aggregate amount of compensation of the ECA for the 2027 financial year in the amount of CHF 47,100,000.

Our compensation program designs and our decisions relating to ECA compensation are guided by the following philosophy and principles:



Responsibility

Ensures a broadly competitive level of compensation appropriate to each executive's scale of responsibility and individual performance



Long-Term Focus

Supports long-term value creation for shareholders with an emphasis on long-term performance-based compensation for the ECA



Strong Governance and Shareholder Alignment

Fully embraces Swiss governance expectations and follows principles of simplicity and transparency and continues to engage with shareholders to address their expectations



Market Competitive

Considers the geographic and industry-specific nature of our talent pool and the medical device industry to attract, retain and motivate a world-class executive team to drive performance



Balance and Equity

Aligns the compensation program for the senior executives with the broader management and employee population



Pay-for-Performance

Ensures pay outcomes are holistically aligned to delivering the right performance for Alcon and shareholders

The committee is committed to a strong pay-for-performance framework to align executive compensation with shareholder interests. An anchor point of our philosophy is to offer market competitive compensation within the range of the median of our peer group.

The peer group companies used for external executive compensation benchmarking represent a blend of International and US based companies and provides a good balance of industries, companies and geographies from which executive talent is sourced. The peer group has remained consistent since Alcon's spin off. Although Alcon is headquartered in Switzerland, a significant portion of our sales, management team and associate population are in the US. The US is the largest pool for both medical device and ophthalmology talent, and it is therefore critical that Alcon is able to attract and retain key talent from the US. As a result, the committee has selected a blended peer group of International and US companies (42% International and 58% US) to balance the European compensation structure with a need to attract and retain US talent.

There has been no change in the budget for the ECA members since 2024 and after careful review, the Board is proposing an increase to the 2027 budget to allow flexibility to attract and retain best-in-class medical device and ophthalmology talent as we continue to enhance expertise in strategically relevant competencies. Over 75% of our executive talent is sourced from medical device and pharmaceutical companies with ~70% of that talent sourced from the US, the budget will allow us to address the competitive landscape and transatlantic pay gap.

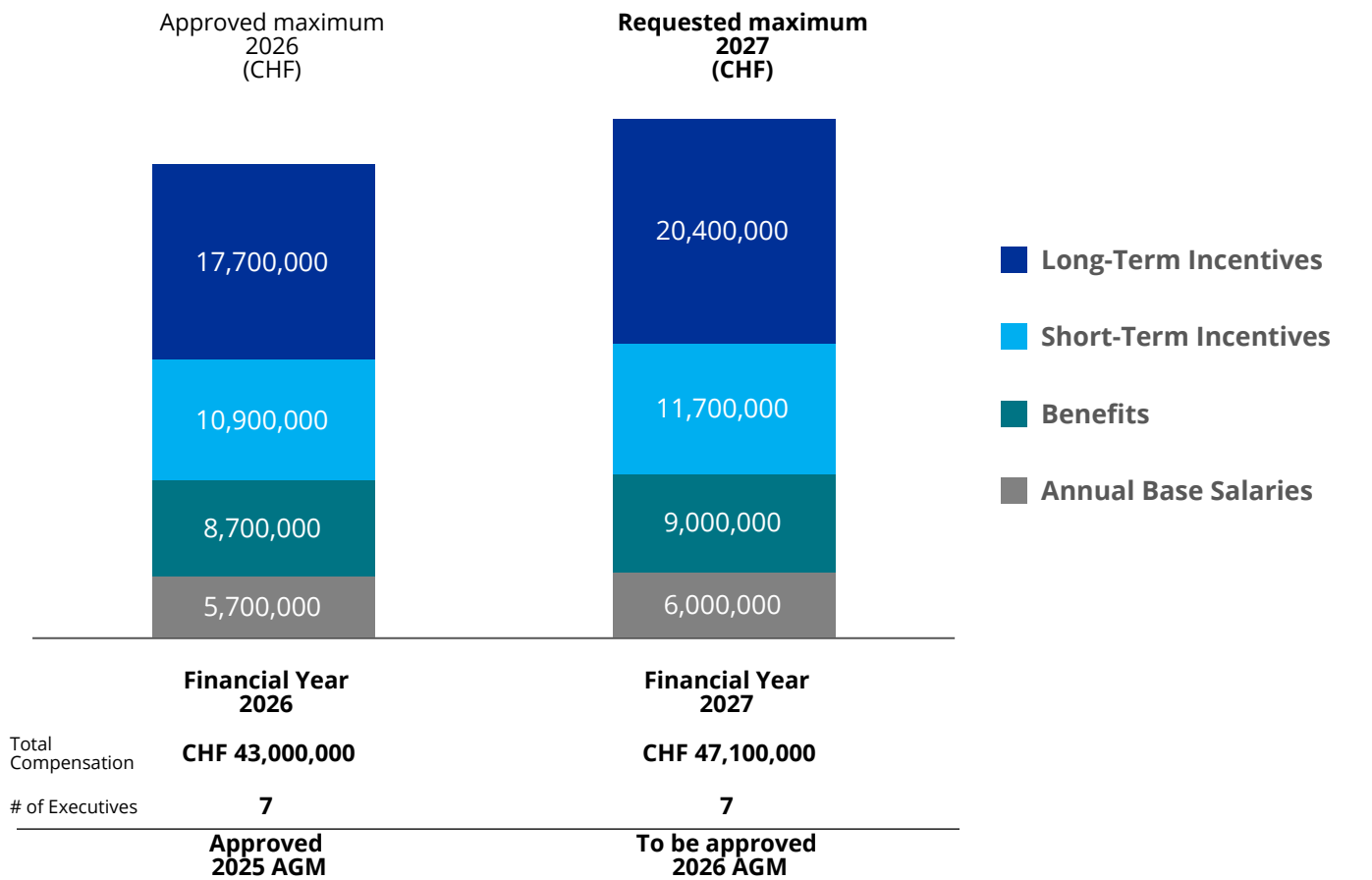
Based on our compensation framework, each ECA member's total compensation is comprised of an annual base salary, variable compensation elements and benefits.

Annual Base Salary: The base salary reflects each ECA member's individual role, performance, experience and potential as well as the market value of their respective roles.

Variable Compensation: Alcon is committed to the principle of pay-for-performance, which is reflected in an emphasis on variable compensation, comprised of the STI and LTI awards. The short-term incentive compensation element is designed to reward the ECA members for their contribution towards achieving annual Company results and for their individual annual performance. Based on this design, each member of the ECA participates in the overall Company's success while also being rewarded for their individual contributions. The annual STI award value at target is based on a percentage of the ECA member's annual base salary and is capped at 200% of the individual target award, paid fully in cash. The long-term incentive plan ties a significant portion of ECA members' compensation to long-term Company performance, aligning their interests with shareholders. LTI awards consist of 100% PSUs that convert to shares upon vesting, contingent on performance over a three-year period. The annual LTI target value is a percentage of each ECA member's base salary and is capped at 200% of the granted number of performance share units.

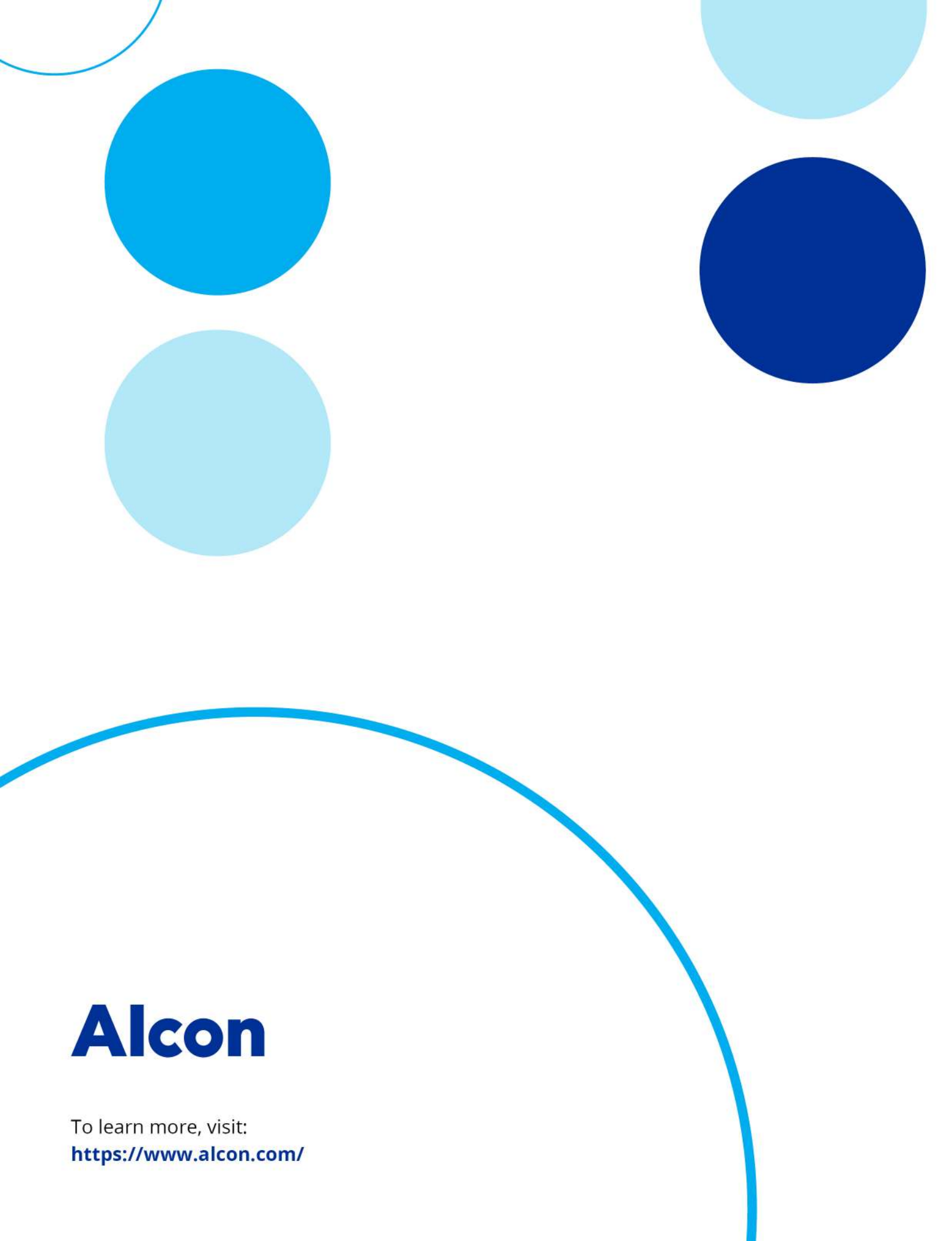
Benefits: Employment benefits are provided in line with local market practices and legal requirements. Certain ECA members were relocated to Alcon's headquarters in Geneva, Switzerland and are supported with relocation benefits in line with our global mobility policy. Generally, for associates on international assignments, approximately 80% of the benefit costs are related to maintaining the cost of living position neutral to their home base and of the 80%, 75% - 80% of these costs are attributable to tax neutralization.

The following graphic illustrates the requested maximum aggregate amount of compensation of the ECA for the 2027 financial year in comparison to the approved amount for the 2026 financial year. We are requesting an increase of 9.5% to the proposed maximum aggregate amount of compensation which will allow us flexibility to attract and retain best-in-class medical device and ophthalmology talent as we continue to enhance expertise in strategically relevant competencies. The proposed 2027 financial year maximum aggregate amount of compensation for the ECA is CHF 47,100,000.



The proposed maximum compensation amount for the financial year 2027 assumes a maximum payout of 200% of target for our STI awards and a grant value of 100% of target LTI awards.

Inside Back Cover

The background features several decorative elements: a large light blue arc at the bottom, a solid bright blue circle in the upper left, a solid dark blue circle in the upper right, and two light blue circles, one in the upper left and one in the upper right. A thin blue arc is also visible in the top left corner.

Alcon

To learn more, visit:
<https://www.alcon.com/>