Minutes

of the

4th Annual General Meeting

of

Alcon Inc.

held on

Wednesday April 27, 2022, 3:50 p.m. CEST

at

Avenue d'Ouchy 40, 1006 Lausanne, Switzerland

I. Introduction

In the absence of the chair and vice-chair of the Board of Directors, the meeting is presided by Ines Pöschel, member of the Board of Directors, in accordance with a resolution of the Board of Directors and art. 13 para. 1 of the articles of incorporation of Alcon Inc. (Alcon).

As a result of the continuing tense situation due to the coronavirus (COVID-19) pandemic, and in accordance with the Federal Act on the statutory principles for Federal Council Ordinances on combating the COVID-19 epidemic and the Ordinance 3 of the Swiss Federal Council regarding measures to combat the COVID-19, both as amended, today's Annual General Meeting is held without the personal attendance of shareholders.

Accordingly, and in accordance with the COVID-19 Ordinance 3, all shares entitled to vote are represented by the independent representative.

The Presider welcomes Mr. Damien-Raphaël Bossy, attorney-at-law and representative of Alcon's independent representative, Hartmann Dreyer, attorneys-at-law, Fribourg.

Mr. Mike Foley, licensed auditing expert and representative of Alcon's auditors, Pricewaterhouse-Coopers SA, Geneva, is attending the meeting through video conference.

The invitation to today's 4th Annual General Meeting was sent to registered shareholders and published in the Swiss Official Gazette of Commerce on March 24, 2022.

The 2021 Annual Report with consolidated financial statements, annual financial statements, remuneration report and the reports of the statutory auditors have been available for inspection at the registered office of Alcon in Fribourg since February 16, 2022. These documents could also be ordered by shareholders and are available electronically.

Today's Annual General Meeting has therefore been convened in due form and time. The General Meeting can decide on all matters on the agenda. The shareholders did not request any further items to be added to the agenda.

Mr. Jean-Baptiste Emery, Fribourg, is appointed as secretary and vote counter.

A total of 339,496,103 shares with a nominal value of CHF 0.04 each, representing an aggregate nominal value of CHF 13,579,844.10 and 69.05% of the shares entitled to vote, are represented at today's Annual General Meeting, all of them being represented by Hartmann Dreyer, attorneys-at-law, Alcon's independent representative.

II. 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 2021

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 2021 be approved, acknowledging the reports of the statutory auditors.

The auditors recommend that shareholders approve the operating and financial review of Alcon Inc., the annual financial statements of Alcon Inc. and the consolidated financial statements for 2021.

The Presider states that the General Meeting has approved the proposal of the Board of Directors with 338,629,225 votes in favor, corresponding to 99.74%, 277,496 votes against, corresponding to 0.08% and 589,382 abstentions, corresponding to 0.17%.

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

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 2021 financial year.

Members of the Board of Directors and Executive Committee are not authorized to participate in the vote on the discharge with their shares represented by independent proxy representative. These shares are deemed not to be represented for the purposes of this agenda item.

The Presider states that the General Meeting has approved the proposal of the Board of Directors with 330,562,291 votes in favor, corresponding to 97.37%, 7,425,028 votes against, corresponding to 2.19% and 1,492,795 abstentions, corresponding to 0.44%.

3. Appropriation of earnings and declaration of dividend as per the balance sheet of Alcon Inc. of December 31, 2021

The Board of Directors proposes that:

— out of the earnings available to the Annual General Meeting, a gross dividend of CHF 0.20 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.

The Presider states that the General Meeting has approved the proposal of the Board of Directors with 338,990,195 votes in favor, corresponding to 99.85%, 97,670 votes against, corresponding to 0.03% and 408,238 abstentions, corresponding to 0.12%.

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

4.1. Consultative vote on the 2021 Compensation Report

The Board of Directors recommends that the 2021 Compensation Report be accepted (non-binding consultative vote).

The Presider states that the General Meeting has approved the recommendation of the Board of Directors with 293,859,806 votes in favor, corresponding to 86.56%, 44,835,124 votes against, corresponding to 13.21% and 801,173 abstentions, corresponding to 0.24%.

4.2. Binding vote on the maximum aggregate amount of compensation of the Board of Directors for the next term of office, *i.e.* from the 2022 Annual General Meeting to the 2023 Annual General Meeting

The Board of Directors proposes that shareholders approve the maximum aggregate amount of compensation of the Board of Directors covering the period from the 2022 Annual General Meeting to the 2023 Annual General Meeting in the amount of CHF 3,600,000.

The Presider states that the General Meeting has approved the proposal of the Board of Directors with 330,483,102 votes in favor, corresponding to 97.35%, 7,930,105 votes against, corresponding to 2.34% and 1,082,896 abstentions, corresponding to 0.32%.

4.3. Binding vote on the maximum aggregate amount of compensation of the Executive Committee for the following financial year, i.e. 2023

The Board of Directors proposes that shareholders approve the maximum aggregate amount of compensation of the Executive Committee for the 2023 financial year in the amount of CHF 38,400,000.

The Presider states that the General Meeting has approved the proposal of the Board of Directors with 302,854,355 votes in favor, corresponding to 89.21%, 35,386,982 votes against, corresponding to 10.42% and 1,254,766 abstentions, corresponding to 0.37%.

5. Re-election and election of the Chair and the Members of the Board of Directors

The Board of Directors proposes that the following individuals be re-elected as members to the Board of Directors for a term of office of one year extending until completion of the 2023 Annual

General Meeting: F. Michael Ball (as Member and Chair), Lynn D. Bleil (as Member), Arthur Cummings (as Member), David J. Endicott (as Member), Thomas Glanzmann (as Member), D. Keith Grossman (as Member), Scott Maw (as Member), Karen May (as Member), Ines Pöschel (as Member), and Dieter Spälti (as Member). The Board of Directors further proposes that the following individual be elected as member to the Board of Directors for a term of office of one year extending until completion of the 2023 Annual General Meeting: Raquel C. Bono (as Member). Elections are held individually. All candidates have confirmed their acceptance of such re-election in advance.

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

The Presider states that the General Meeting has re-elected F. Michael Ball as member and Chair of the Board of Directors for a one-year term of office with 330,348,891 votes in favor, corresponding to 97.31%, 7,918,975 votes against, corresponding to 2.33% and 1,228,237 abstentions, corresponding to 0.36%.

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

The Presider states that the General Meeting has re-elected Lynn D. Bleil as member of the Board of Directors for a one-year term of office with 337,340,133 votes in favor, corresponding to 99.36%, 1,687,683 votes against, corresponding to 0.50% and 468,287 abstentions, corresponding to 0.14%.

5.3. Re-election of Arthur Cummings (as Member)

The Presider states that the General Meeting has re-elected Arthur Cummings as member of the Board of Directors for a one-year term of office with 330,639,835 votes in favor, corresponding to 97.39%, 936,723 votes against, corresponding to 0.28% and 7,919,545 abstentions, corresponding to 2.33%.

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

The Presider states that the General Meeting has re-elected David J. Endicott as member of the Board of Directors for a one-year term of office with 320,585,085 votes in favor, corresponding to 94.43%, 18,411,868 votes against, corresponding to 5.42% and 499,150 abstentions, corresponding to 0.15%.

5.5. Re-election of Thomas Glanzmann (as Member)

The Presider states that the General Meeting has re-elected Thomas Glanzmann as member of the Board of Directors for a one-year term of office with 337,746,336 votes in favor, corresponding to 99.48%, 1,272,520 votes against, corresponding to 0.37% and 477,247 abstentions, corresponding to 0.14%.

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

The Presider states that the General Meeting has re-elected D. Keith Grossman as member of the Board of Directors for a one-year term of office with 222,770,061 votes in favor, corresponding

to 65.62%, 116,218,649 votes against, corresponding to 34.23% and 507,393 abstentions, corresponding to 0.15%.

5.7. Re-election of Scott Maw (as Member)

The Presider states that the General Meeting has re-elected Scott Maw as member of the Board of Directors for a one-year term of office with 333,523,031 votes in favor, corresponding to 98.24%, 5,486,587 votes against, corresponding to 1.62% and 486,485 abstentions, corresponding to 0.14%.

5.8. Re-election of Karen May (as Member)

The Presider states that the General Meeting has re-elected Karen May as member of the Board of Directors for a one-year term of office with 336,768,482 votes in favor, corresponding to 99.20%, 2,255,646 votes against, corresponding to 0.66% and 471,975 abstentions, corresponding to 0.14%.

5.9. Re-election of Ines Pöschel (as Member)

The Presider states that the General Meeting has re-elected Ines Pöschel as member of the Board of Directors for a one-year term of office with 337,760,838 votes in favor, corresponding to 99.49%, 1,284,342 votes against, corresponding to 0.38% and 450,923 abstentions, corresponding to 0.13%.

5.10. Re-election of Dieter Spälti (as Member)

The Presider states that the General Meeting has re-elected Dieter Spälti as member of the Board of Directors for a one-year term of office with 338,470,322 votes in favor, corresponding to 99.70%, 545,337 votes against, corresponding to 0.16% and 480,444 abstentions, corresponding to 0.14%.

5.11. Election of Raquel C. Bono (as Member)

The Presider states that the General Meeting has elected Raquel C. Bono as member of the Board of Directors for a one-year term of office with 338,474,317 votes in favor, corresponding to 99.70%, 508,435 votes against, corresponding to 0.15% and 513,351 abstentions, corresponding to 0.15%.

6. Re-election and election of the members of the Compensation Committee

The Board of Directors proposes that the current members of the Compensation Committee be re-elected for a term of office of one year extending until completion of the 2023 Annual General Meeting. The Board of Directors further proposes that Scott Maw be elected as member of the Compensation Committee for a term of office of one year extending until completion of the 2023 Annual General Meeting. Elections are held individually. All candidates have confirmed their acceptance of such re-election in advance.

6.1. Re-election of Thomas Glanzmann

The Presider states that the General Meeting has re-elected Thomas Glanzmann as member of the Compensation Committee for a one-year term of office with 326,793,575 votes in favor, corresponding to 96.26%, 12,140,904 votes against, corresponding to 3.58% and 561,624 abstentions, corresponding to 0.17%.

6.2 Re-election of Karen May

The Presider states that the General Meeting has re-elected Karen May as member of the Compensation Committee for a one-year term of office with 322,315,502 votes in favor, corresponding to 94.94%, 16,634,987 votes against, corresponding to 4.90% and 545,614 abstentions, corresponding to 0.16%.

6.3 Re-election of Ines Pöschel

The Presider states that the General Meeting has re-elected Ines Pöschel as member of the Compensation Committee for a one-year term of office with 328,706,673 votes in favor, corresponding to 96.82%, 10,243,008 votes against, corresponding to 3.02% and 546,422 abstentions, corresponding to 0.16%.

6.4 Election of Scott Maw

The Presider states that the General Meeting has elected Scott Maw as member of the Compensation Committee for a one-year term of office with 323,365,622 votes in favor, corresponding to 95.25%, 15,532,719 votes against, corresponding to 4.58% and 597,762 abstentions, corresponding to 0.18%.

7. Re-election of the independent representative

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 2023 Annual General Meeting.

The Presider states that the General Meeting has re-elected Hartmann Dreyer Attorneys-at-Law as independent representative for a term of office of one year extending until completion of the 2023 Annual General Meeting with 338,978,676 votes in favor, corresponding to 99.85%, 118,592 votes against, corresponding to 0.03% and 398,835 abstentions, corresponding to 0.12%.

8. Re-election of the statutory auditors

The Board of Directors proposes the re-election of PricewaterhouseCoopers SA, Geneva, as statutory auditors for the 2022 financial year.

The Presider states that the General Meeting has re-elected PricewaterhouseCoopers SA, Geneva, as statutory auditors for the 2022 financial year with 337,886,996 votes in favor, corresponding to 99.53%, 1,184,202 votes against, corresponding to 0.35% and 424,905 abstentions, corresponding to 0.13%.

The Presider closes the Annual General Meeting at 4:10 p.m. CEST.

Lausanne, April 27, 2022

Ines Pöschel
Presider

Jean-Baptiste Emery
Secretary