

BOBST GROUP SA

AUDIT COMMITTEE CHARTER

Pursuant to the provisions of its Regulations (Chapter I., Section 1 c), the Board of Directors ("the Board") of Bobst Group SA ("the Company") has created an Audit Committee and adopted the Charter of this Audit Committee during its meeting held on 15 December 2011. This Charter replaces the one adopted on 14 December 2007.

COMPOSITION

The Audit Committee shall consist of between two and four directors. Half of the members at least of the Audit Committee shall be non-executive, independent directors. An independent director is free of any relationship that could influence his or her judgment as a committee member due to his or her employment by the Company or a company of the Group during the three years prior to the nomination to the Audit Committee. An independent director may not be associated with a major vendor to, or customer of, or a company affiliated or allied with, the Company.

A majority of the members of the Audit Committee and its chair shall have a sound knowledge of finance and accounting.

The members of the Audit Committee and its chair shall be designated by the Board. The term of their office shall be for three years or until such date as a member leaves the Board, whichever is earlier. The members are re-eligible and their terms shall be staggered in order to ensure continuity.

ORGANIZATION

Whenever the members of the Audit Committee are unable to reach a unanimous consent on an issue, the Audit Committee shall refer to the Board.

PURPOSE

The primary function of the Audit Committee is to assist the Board in fulfilling its oversight responsibilities by reviewing

- the financial statements of the Company and the consolidated financial statements of the Group that will be provided to the shareholders;
- the Internal Control System in the Company and the Group that the Group Executive Committee (GEC) and the Board have established;
- the risk evaluation presented by the management.

While the Audit Committee has the responsibilities and powers set forth in this Charter, it is not the duty of the Audit Committee to plan or conduct audits or to determine that the Company's financial statements are complete and accurate and are in accordance with generally accepted accounting principles. This is the responsibility of the independent auditors. The independent auditors are ultimately accountable to the General Meeting of Shareholders. Nor is it the duty of the Audit Committee to conduct itself investigations, to resolve disagreements, if any, between the GEC and the independent auditor, or to assure compliance with laws and regulations.

GENERAL RESPONSIBILITIES

1. The Audit Committee encourages the timely and full exchange of information between the CFO, the independent auditors, and the Board.
2. The Audit Committee shall report Committee actions to the full Board and may make appropriate recommendations.
3. The Committee is authorized to retain independent counsel, accountants or others it needs to assist it in the discharge of its duties.
4. The Committee will meet at least two times each year, more frequently if necessary. The Audit Committee chair has the power to call a Committee meeting whenever he or she thinks there is a need. An Audit Committee member should not vote on any matter in which he or she is not independent. The Committee may ask members of the GEC or others to attend the meeting and is authorized to receive all pertinent information from the GEC.

RESPONSIBILITY IN THE ENGAGEMENT OF INDEPENDENT AUDITORS

1. The independent auditors of the Company and the Group are designated by the General Assembly. The Audit Committee will propose the independent auditors for Company and Group audits. The Committee's proposal is subject to approval by the full Board. The Audit Committee also will review and set any fees paid to the independent auditors and review and approve proposals to the Board and the General Assembly to dismiss the independent auditors.
2. The Audit Committee will confirm and assure the independence of the independent auditors, including a review of consulting services provided by the independent auditors and the fees paid for them.
3. The Audit Committee will comment on the scope and procedural plan of the audit by the independent auditors and may ask the auditors to enlarge their audit to include specific issues. The Audit Committee approves the audit program of the independent auditors.

RESPONSIBILITIES FOR REVIEWING THE ANNUAL EXTERNAL AUDIT AND THE ANNUAL FINANCIAL STATEMENTS

1. The Audit Committee will ask the CEO and CFO, the independent auditors, the internal auditors, and any person who may have pertinent knowledge, about significant risks and exposures and will assess the measures adopted to minimize them.
2. The Audit Committee will review the following with the independent auditors and the CFO:
 - (a) The adequacy of the Company's Internal Control System, risk evaluation, and legal and regulatory compliance;
 - (b) any significant findings and recommendations made by the independent auditors in the Management Letter, together with the CEO's and CFO's responses to them.
3. Shortly after the annual examination is completed, the Audit Committee will review the following with the CEO and CFO and the independent auditors:
 - (a) The Company's annual financial statements and related footnotes;
 - (b) the independent auditors' audit of and report on the financial statements;
 - (c) the auditor's qualitative judgments about the appropriateness, not just the acceptability, of accounting principles and financial disclosures;
 - (d) any serious difficulties or disputes with the CEO or CFO encountered during the course of the audit;
 - (e) anything else about the audit procedures or findings that the applicable accounting rules require the auditors to discuss with the Committee;
 - (f) will meet with the external auditors without the presence of the management.
4. The Audit Committee will review the unaudited semiannual report with the CEO and CFO
5. Receive an oral report(s), at least annually, from the Company's general counsel concerning legal and regulatory matters that may have a material impact on the financial statements.

PERIODIC RESPONSIBILITIES

1. Review and when deemed opportune propose to the Board to amend the Committee's Charter.
2. Review legal and regulatory matters that may have a material effect on the Company's financial statements.
3. Review the policy on internal and external audit procedures.