

Invitation to the Annual General Meeting

The stock holders of Dätwyler Holding Inc., Altdorf/Switzerland, are hereby invited to attend the Annual General Meeting, to be held **on April 24, 2007 at 5 p.m.** (doors open at 4.15 p.m.) **in the theater (uri) Tellspielhaus Altdorf**

Agenda

1. Annual report, annual accounts and consolidated financial statements for 2006, reports of the statutory auditor and the group auditor

The board of directors proposes that the annual report, the annual accounts and the consolidated financial statements for 2006 should be approved.

2. Formal ratification of the actions of the board of directors

The board of directors proposes that the actions of the directors and officers in the 2006 fiscal year should be formally ratified.

3. Appropriation of retained earnings and allocations to reserves

The board of directors proposes that retained earnings of CHF 45'159'811.15 should be utilized as follows:

- Dividend of CHF 35.00 per registered share of CHF 100.00 p.v.	CHF 7'700'000.00
- Dividend of CHF 175.00 per bearer share of CHF 500.00 p.v.	CHF 19'250'000.00
- Allocation to the special reserve	CHF 17'878'079.00
- Carried forward to new account	<u>CHF 331'732.15</u>
Total	<u>CHF 45'159'811.15</u>

Upon approval by the annual general meeting of the proposed utilization of retained earnings, the dividend will be paid, free of charges, on presentation of coupon No. 22, as of April 27, 2007, less 35 % withholding tax, i.e. CHF 22.75 net per registered share of CHF 100.00 p.v. and CHF 113.75 net per bearer share of CHF 500.00 p.v.

4. Elections

4.1 Election of directors

Motion of the board of directors: Mr. Franz J. Würth is to be reelected for a term of office of 3 years.

4.2 Election of statutory auditors and group auditors

Motion of the board of directors: PricewaterhouseCoopers Inc., Zurich, are to be appointed as statutory auditors and group auditors, in each case for a term of office of one year.

5. Reduction of Share Capital

Motion of the board of directors: Cancellation of 10 000 (unissued) treasury shares with a par value of CHF 500.00 each and corresponding reduction of share capital by CHF 5'000'000.00 in total.

6. Share Split

Motion of the board of directors: The board of directors proposes a share split, reducing the par value of all shares at the ratio of 100-for-1 share whilst increasing the number of shares correspondingly. The articles of incorporation will be adapted accordingly.

7. Changes in the Articles of Incorporation

Motion of the board of directors: Provided the General Meeting adopts the motions under items 5 and 6, the board of directors proposes to definitively adopt the following new version of Art. 3 Para. 1 of the articles of incorporation as follows:

Art. 3 Share Capital

1. The share capital comprises CHF 85'000'000.00 and is made up as follows:

- 22'000'000 registered share at a par value of CHF 1.00 each (total value CHF 22'000'000.00).
- 12'600'000 bearer shares at par value of CHF 5.00 each (total value CHF 63'000'000.00).

All shares are fully paid-up.

Documentation

The annual report with the business review, annual accounts, consolidated financial statements for 2006 and the reports of the statutory auditors and the group auditors, together with the motions proposed by the board of directors, are available for inspection by stockholders at the company's registered office, Gotthardstrasse 31, 6460 Altdorf, and can be obtained from there or downloaded from www.daetwyler.ch.

Admission tickets

Admission tickets with voting material and registration coupon for the number of shares entered in the stockholders' register on April 10, 2007, will be forwarded directly to registered stockholders.

Bearer stockholders who wish to attend or be represented at the Annual General Meeting can obtain admission tickets with voting material and registration coupon by no later than April 19, 2007, via their custodian bank or directly from a Swiss branch of the following banks:

Credit Suisse
UBS Ltd
Cantonal Bank of Uri

If the shares are not deposited with a bank, admission tickets will be issued on presentation of appropriate evidence of ownership of the shares.

No admission tickets will be issued on the day of the Annual General Meeting.

Powers of attorney

Stockholders who are unable to attend the Annual General Meeting can be represented by a third party. If stockholders wish to appoint a director or officer of the company as their proxy, the relevant power of attorney - blank, but signed - should be forwarded to Dätwyler Holding Inc., Gotthardstrasse 31, 6460 Altdorf. In this case we will ensure that the votes are cast in accordance with the board's proposals.

If stockholders wish to appoint an independent proxy, the admission ticket and written voting instructions should be forwarded to Dr. Franz-Xaver Muheim, Attorney-at-Law and Notary, am Rathausplatz 2, 6460 Altdorf, by April 19, 2007.

Custodial proxies

Institutions subject to Swiss banking legislation and professional portfolio managers are obliged to inform the company in good time of the number of shares they represent, but no later than 4 p.m. on April 23, 2007.

Altdorf, April 4, 2007

Dätwyler Holding Inc.
For the Board of Directors
The Chairman: Ulrich Graf