

## Notice of Annual General Meeting

The shareholders of Datwyler Holding Inc., Altdorf, Uri, Switzerland, are hereby invited to attend the Annual General Meeting to be held on **Tuesday, 19 April 2011** at **5 p.m.** (doors open at 4.15 p.m.) at the theater (uri) Tellspielhaus, Schuetzenstrasse 11, Altdorf.

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### Agenda

**1 Annual report, company and consolidated financial statements for 2010, auditors' reports**

Proposal of the Board of Directors: Adoption of Annual Report and the Company and Consolidated Financial Statements for 2010.

**2 Appropriation of retained earnings**

Proposal of the Board of Directors:

- Dividend of CHF 0.44 per registered share of CHF 0.01 each	CHF	9,680,000
- Dividend of CHF 2.20 per bearer share of CHF 0.05 each	CHF	24,302,080
- Balance to be carried forward		<u>CHF 364,675,041</u>
Total		<u>CHF 398,657,121</u>

Subject to approval of the proposed appropriation of retained earnings by the shareholders at the Annual General Meeting, the net dividend (after deduction of 35% Swiss withholding tax) will be paid free of charge from 28 April 2011.

**3 Ratification of the acts of Directors and Executive Management**

Proposal of The Board of Directors: Ratification of the acts of Directors and Officers as well as of Executive Management during the 2010 financial year.

**4 Elections**

**4.1 Board of Directors**

No Directors are due for re-election

**4.2 Auditors**

Proposal of The Board of Directors: Reappointment of PricewaterhouseCoopers AG, Zurich as auditors for the financial year 2011.

### Documents

The Annual Report, containing the annual review, company financial statements, consolidated financial statements for 2010 and the auditors' reports is available for inspection by shareholders at the Company's registered office at Gotthardstrasse 31, 6460 Altdorf or can be viewed on the Company's website ([www.datwyler.com](http://www.datwyler.com)).

### Admission cards

Bearer shareholders who wish to attend or appoint a proxy to vote on their behalf at the Annual General Meeting may obtain an admission card with voting documents and a registration slip from their custodian bank or directly from a Swiss branch of the following banks by 15 April 2011 at the latest: Credit Suisse / UBS Inc. / Urner Kantonalbank.

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

**Appointment of proxy**

Shareholders who are unable to attend the Annual General Meeting may appoint a third party as their proxy. Shareholders who wish to appoint a Director or Officer of the Company as their proxy should sign the proxy form, but leave the rest blank, and return it to Datwyler Holding Inc., Gotthardstrasse 31, 6460 Altdorf. In this case, we will have the votes cast in favour of the resolutions proposed by the Board of Directors.

Shareholders who wish to appoint an independent proxy should send the admission card and written voting instructions to Dr. Franz-Xaver Muheim, Lawyer and Notary Public, am Rathausplatz 2, 6460 Altdorf, for him to receive by 15 April 2011.

**Proxies for deposited shares**

Institutions subject to the Swiss Federal Law on Banks and Savings Banks, as well as professional asset managers, are required to notify the Company early, but no later than 4 p.m. on 18 April 2011, of the number of shares they represent.

Altdorf, 26 March 2011

**Datwyler Holding Inc.**  
On behalf of the Board of Directors  
Chairman: Ulrich Graf