

Notice of Annual General Meeting

The shareholders of Dätwyler Holding Inc., Altdorf, Uri, Switzerland, are hereby invited to attend the Annual General Meeting to be held on **Tuesday, 24 April 2012 at 5 p.m.** (doors open at 4.15 p.m.) at the theater (uri) Tellspielhaus, Schuetzengasse 11, Altdorf.

Agenda

1 Annual report, company and consolidated financial statements for 2011

Proposal of the Board of Directors: Adoption of Annual Report and the Company and Consolidated Financial Statements for 2011.

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	24'343'880
- Balance to be carried forward	CHF	396'221'650
Total	CHF	430'245'530

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 charges, from 2 May 2012.

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 2011 financial year.

4 Elections

4.1 Re-election of three members of the Board of Directors

Proposal of the Board of Directors: Messrs. Ulrich Graf, Hanspeter Faessler and Ernst Odermatt are to be re-elected for another term of office of four years

4.2 Auditors

Proposal of the Board of Directors: Reappointment of PricewaterhouseCoopers AG, Zurich as auditors for the financial year 2012.

Documents

The Annual Report, containing the annual review, company financial statements, consolidated financial statements for 2011 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 > Investors > Annual Report).

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 20 April 2012 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 by 20 April 2012 at the latest. On the day of the Annual General Meeting no admission cards will be issued.

Dätwyler Holding Inc., Gotthardstrasse 31, CH-6460 Altdorf

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Appointment of proxy

Shareholders may be represented by their legal representative or they may issue written power of attorney appointing as representative a third party, our Company or a proxy for deposited shares. They may also appoint Dr. Franz-Xaver Muheim, Lawyer and Notary Public, am Rathausplatz 2, 6460 Altdorf, as independent proxy in accordance with Art. 689c of the Swiss Code of Obligations, providing written instructions on how they wish to be represented with regard to votes and elections. If no instructions are provided, Dr. Franz-Xaver Muheim will vote in favour of the proposals put forward by the Board of Directors.

Please note that the mandate and power of attorney form, together with any instructions, must reach Dätwyler Holding Inc. or the mandated bank or Dr. Franz-Xaver Muheim by 20 April 2012 at the latest.

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 23 April 2012, of the number of shares they represent.

Altdorf, 16 March 2012

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