



MEYER BURGER

To the shareholders of
Meyer Burger Technology Ltd

Invitation to the 16th ordinary Shareholders' Meeting

Tuesday, 3 May 2016, 10 a.m., CET (admission 9 a.m. CET)

Stade de Suisse Wankdorf, Business Center,
Papiermühlestrasse 71, 3014 Bern

Agenda and Motions of the Board

1. Annual Report 2015

1.1 Approval of the management report 2015, the annual financial statements 2015 and the consolidated financial statements 2015; presentation of the reports of the auditors

Motion of the Board of Directors: Approval of the management report, annual financial statements and consolidated financial statements for the business year 2015.

1.2 Consultative vote on the remuneration report 2015

Motion of the Board of Directors: Approval of the remuneration report 2015.

2. Use of balance sheet result

Motion of the Board of Directors: Balance sheet loss of TCHF 168,530 to be carried forward.

Profit(+) / Loss(-) for the year	TCHF	- 166,296
Loss carried forward	TCHF	- 2,234
Net loss(-) per 31 December 2015	TCHF	- 168,530
Motion of the Board of Directors:		
Balance to be carried forward	TCHF	- 168,530

3. Release of the members of the Board of Directors and of the Management

Motion of the Board of Directors: Release the members of responsible corporate bodies for the business year 2015.

4. Election of the members of the Board of Directors

4.1. Election of the members of the Board of Directors and election of the Chairman

Motion of the Board of Directors: Election of the members of the Board of Directors individually for a term of one year until the end of the next ordinary Shareholders' Meeting:

- 4.1.1 Re-election of Peter M. Wagner (and election as Chairman of the Board of Directors)
- 4.1.2 Re-election of Dr Alexander Vogel
- 4.1.3 Re-election of Wanda Eriksen-Grundbacher
- 4.1.4 Re-election of Peter Pauli
- 4.1.5 Re-election of Dr Franz Richter
- 4.1.6 Re-election of Heinz Roth
- 4.1.7 Re-election of Prof Dr Konrad Wegener

4.2. Election of the Nomination & Compensation Committee

Motion of the Board of Directors: Individual election of the following members of the Board of Directors in the Nomination & Compensation Committee for a term of one year until the end of the next ordinary Shareholders' Meeting:

- 4.2.1 Re-election of Dr Alexander Vogel
- 4.2.2 Re-election of Wanda Eriksen-Grundbacher
- 4.2.3 Election of Dr Franz Richter

5. Election of Auditors

Motion of the Board of Directors: Re-election of PricewaterhouseCoopers Ltd, Bern, as auditors for another year.

6. Election of the Independent Proxy Holder

Motion of the Board of Directors: Re-election of lic. iur. André Weber as independent proxy holder of the Company for a term of one year until the end of the next ordinary Shareholders' Meeting.

7. Vote on the remuneration for the Board of Directors and the Management

7.1. Vote on the total maximum amount of remuneration for the Board of Directors for the business year 2017

Motion of the Board of Directors: Approval of the total amount of remuneration for the Board of Directors of a maximum of CHF 980,000 for the business year 2017.

7.2. Vote on the total maximum amount of remuneration for the Management for the business year 2017

Motion of the Board of Directors: Approval of the total amount of remuneration for the Management of a maximum of CHF 3,800,000 for the business year 2017.

8. Amendments of the Articles of Association: Creation of authorised capital

Article 3a of the Articles of Association provides for an authorised capital in the amount of up to CHF 240,000 (4,800,000 fully paid-in registered shares). The respective authorisation of the Board of Directors to increase the share capital will expire on 29 April 2016. In order to maintain the ability to implement new projects, the Board of Directors proposes to the Shareholders' Meeting to maintain and create, respectively, a new authorised capital of up to CHF 240,000 through the issuance of up to 4,800,000 fully paid-in registered shares with a nominal value of CHF 0.05 each. Increases by firm underwriting are permitted. The Board of Directors shall be authorised to execute a possible capital increase out of this authorised capital until 3 May 2018. The issue price shall be determined by the Board of Directors.

Motion of the Board of Directors: maintenance or creation of authorised capital and replacement of article 3a of the Articles of Association as follows (unofficial translation of the German original text):

„Art. 3a: **Authorised Capital**

The Board of Directors is authorised, at any time until 3 May 2018, to increase the share capital by a maximum aggregate amount of CHF 240,000 through the issuance of a maximum of 4,800,000 fully paid-in registered shares with a nominal value of CHF 0.05 each.

The Board of Directors is entitled (including in the case of a public offer for shares of the company) to restrict or exclude the subscription rights of the shareholders and allocate them to third parties, if the new shares are to be used (1) for the acquisition of enterprises, parts of enterprises, participations or new investment plans or in case of a placement of shares for the financing or re-financing of such transactions, (2) for the purpose of the participation of strategic partners or for the purpose of broadening the shareholder constituency in certain investment markets or (3) for the rapid and flexible creation of equity capital through a placement of shares, which would only be possible with difficulties with subscription rights.

The capital increase may occur by means of underwriting and/or partial increases. The Board of Directors is entitled to set the issue price of the shares, the type of contribution and the date of entitlement to dividends. Upon acquisition, the new registered shares are subject to limitations for registration in the share register in accordance with Article 4 of the Articles of Association.”

Voting right

Shareholders who are registered on 4 April 2016 (the qualifying date) in the share register are entitled to vote. In the period from 5 April 2016 until the day following the Shareholders' Meeting on 3 May 2016 no entry is made into the share register.

Documentation

The annual report with the management report 2015, the annual financial statements 2015, the consolidated financial statements 2015 and the remuneration report 2015 as well as the reports of the auditors are available for inspection at the Company's headquarters, Schorenstrasse 39, 3645 Gwatt/Thun, and can be ordered there. Furthermore, these documents can be viewed on the internet under <http://www.meyerburger.com/en/investor-relations/financial-reports-publications/>.

Invitation, registration and admission cards

Shareholders, who are registered in the share register on 4 April 2016, will receive the invitation to the ordinary Shareholders' Meeting directly. The shareholders are asked to return the enclosed form by 21 April 2016 if they intend to participate at the Shareholders' Meeting.

Following the return of the registration form to the Company the shareholders of Meyer Burger Technology Ltd will receive the admission card and the voting material.

Granting of powers of attorney

Shareholders who are unable to participate in the Shareholders' Meeting may appoint as a representative another shareholder, a third party or Mr lic. iur. André Weber, Attorney at Law, Kappelerstrasse 11, 8001 Zurich, as the independent proxy holder in the sense of Article 689c CO.

In such cases, the power of attorney on the back of the application has to be completed accordingly and returned to the representative. By signing the application, the independent proxy holder is authorised to approve the proposals of the Board of Directors, should no other instructions in writing have been given. This also applies where the Shareholders' Meeting votes on motions, which are not listed in the invitation. In the case of compelling reasons, the independent proxy holder has the right of substitution to a third party.

Electronic remote voting through electronic authorisations and instructions to the independent proxy holder

The necessary login-data for the electronic remote voting are enclosed in this invitation. Authorisations and instructions can be issued electronically no later than 1 May 2016 at 10:00 p.m.

Gwatt/Thun, 11 April 2016

Meyer Burger Technology Ltd
On behalf of the Board of Directors:

Peter M. Wagner, Chairman

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