



MEYER BURGER

To the shareholders of
Meyer Burger Technology Ltd

Invitation to the 14th ordinary Shareholders' Meeting

Tuesday, 29 April 2014, 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 2013

1.1 Approval of the annual report 2013, the annual financial statements 2013 and the consolidated financial statements 2013; presentation of the reports of the auditors

Motion of the Board of Directors: Approval of the annual report, annual financial statements and consolidated financial statements for the business year 2013.

1.2 Consultative vote on the remuneration report 2013

Motion of the Board of Directors: Approval of the remuneration report 2013 (non-binding consultative vote).

2. Use of balance sheet profit

Motion of the Board of Directors: Balance sheet profit of TCHF 296,296 at the disposal of the Shareholders' Meeting to be carried forward.

Loss for the year	TCHF	-6,106
Profit carried forward	TCHF	302,402
At the disposal of the Shareholders' Meeting	TCHF	296,296
Motion of the Board of Directors:		
Balance to be carried forward	TCHF	296,296

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

Motion of the Board of Directors: Release the members of responsible corporate bodies for the business year 2013.

4. Election of the members of the Board of Directors

4.1. Re-election of the members of the Board of Directors and election of the Chairman

Motion of the Board of Directors: Re-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 Rudolf Güdel
- 4.1.4 Re-election of Heinz Roth
- 4.1.5 Re-election of Peter Pauli
- 4.1.6 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 to the Nomination & Compensation Committee for a term of one year until the end of the next ordinary Shareholders' Meeting:

- 4.2.1 Election of Dr. Alexander Vogel
- 4.2.2 Election of Peter M. Wagner
- 4.2.3 Election of Rudolf Güdel

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

The Board of Directors proposes lic. iur. André Weber as independent proxy holder of the Company. André Weber is independent from the Company and has no further mandates for Meyer Burger Technology Ltd.

Motion of the Board of Directors: 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. Amendment of the Articles of Association

7.1. Creation of authorised capital

In order to maintain the ability to implement new projects, the Board proposes to the Shareholders' Meeting to create an authorised capital of up to CHF 240,000.- through the issuance of up to 4,800,000 fully paid registered shares with a nominal value of CHF 0.05 each. Increases by firm underwriting are permitted. The Board shall be authorised to execute a possible capital increase out of this authorised capital until 29 April 2016. The issue price shall be determined by the Board.

Motion of the Board of Directors: Creation of authorised capital and insertion 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 29 April 2016, to increase the share capital by a maximum aggregate amount of CHF 240,000.- through the issuance of a maximum of 4,800,000 registered shares, which shall be fully paid-in, with a nominal value of CHF 0.05 each.

The Board of Directors is entitled (including in case of a public offer for shares of the company) to limit or exclude the advance 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 hinderedly with advance 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 of the Company."

7.2. Amendment of the Articles of Association in accordance with the Ordinance against excessive pay in stock exchange listed companies (OAEC)

The Board of Directors proposes to the Shareholders' Meeting the following amendments to the Articles of Association of the Company in order to adapt them to the provisions of the OAEC (unofficial translation of the German original text):

Current version	Proposed Version <i>(new / amended texts in blue)</i>
<p>Art. 7: Powers The shareholders' meeting has the following powers:</p> <ul style="list-style-type: none"> a) To adopt and amend these Articles of Association; b) To appoint the members of the Board of Directors and the auditors; c) To approve the annual report and, to the extent legally required, the consolidated financial statements; d) To approve the annual financial statements and, after acceptance of the auditors' report, to decide on the use of the balance sheet profit; e) To release the members of the Board of Directors; f) To decide on all matters which are in its competence by law or pursuant to the Articles of Association, or which have been presented to it by the Board of Directors. 	<p>Art. 7: Powers The shareholders' meeting has the following powers:</p> <ul style="list-style-type: none"> a) To adopt and amend these Articles of Association; b) To appoint and recall the Chairman and the members of the Board of Directors, the members of the nomination and remuneration committee, the auditors and the independent proxy holder; c) To approve the annual report and, to the extent legally required, the consolidated financial statements; d) To approve the annual financial statements and, after acceptance of the auditors' report, to decide on the use of the balance sheet profit; e) To approve the remuneration of the Board of Directors and the Management; f) To release the members of the Board of Directors and of the Management; g) To decide on all matters which are in its competence by law or pursuant to the Articles of Association, or which have been presented to it by the Board of Directors.

<p>Art. 9: Calling of Shareholders' Meetings</p> <p>...</p> <p>The notice shall contain the following information:</p> <p>...</p> <p>e) the statement that the annual report and the auditors' report are kept at the registered office of the corporation for inspection by the shareholders.</p> <p>...</p>	<p>Art. 9: Calling of Shareholders' Meetings</p> <p>...</p> <p>The notice shall contain the following information:</p> <p>...</p> <p>e) the statement that the annual report, the remuneration report and the auditors' report are kept at the registered office of the corporation for inspection by the shareholders.</p> <p>...</p>
	<p>Art. 13: Independent Proxy Holder</p> <p>The shareholders' meeting elects an independent proxy holder. Natural or legal persons or partnerships are eligible for election. The term of office expires with conclusion of the next ordinary shareholders' meeting. Re-election is permitted.</p> <p>The shareholders' meeting may recall the independent proxy holder to the end of the shareholders' meeting. In case the company does not have an independent proxy holder, such independent proxy holder is elected by the Board of Directors for the next shareholders' meeting.</p> <p>The independent proxy holder must exercise the transferred voting rights as instructed. He refrains from voting, if he has not received any explicit or implied instructions.</p> <p>The Board of Directors determines the requirements for the proxies and instructions. It may define the details in company regulations and may also determine, in particular, under which preconditions instructions are validly issued to the independent proxy holder. Additionally it may waive the requirement of a qualified electronic signature for the electronic proxies.</p> <p>The Board of Directors ensures that the shareholders have the possibility to issue general instructions to the independent proxy holder (i) for every motion in the convocation, (ii) for new motions within the matters under discussion (including those in connection with a rejection of the remuneration according to Art. 17 para. 2 of these Articles of Association) as well as (iii) motions on items for which no notice has been given (motion to convene an extraordinary shareholders' meeting or to instigate a special audit).</p>
<p>Art. 13: The Shareholders' Meeting</p>	<p>Art. 14: The Shareholders' Meeting (only the digit)</p>



<p>Art. 14: <u>Minutes</u> Minutes of the discussion shall be prepared and signed by the Chairman and the Secretary. The minutes shall record:</p> <p>a) The number, type, nominal value and class of shares represented by the shareholders, the company bodies, the independent proxy holder and the depositaries;</p> <p>...</p>	<p>Art. 15: <u>Minutes</u> Minutes of the discussion shall be prepared and signed by the Chairman and the Secretary. The minutes shall record:</p> <p>a) The number, type, nominal value and class of shares represented by the shareholders and the independent proxy holder;</p> <p>...</p>
<p>Art. 15: <u>Resolutions</u></p>	<p>Art. 16: <u>Resolutions</u> (only the digit)</p>
	<p>Art. 17: <u>Approval of the Remuneration of the Board of Directors and of the Management</u> The shareholders' meeting approves on a yearly basis, in general at the ordinary shareholders' meeting, separately the remuneration package of the members of the Board of Directors and of the Management for the business year following the shareholders' meeting. The vote of the shareholders' meeting has binding effect. The Board of Directors can submit motions to the shareholders' meeting in connection with the maximum total amounts or individual remuneration elements for other time periods. The Board of Directors submits to the shareholders' meeting on a yearly basis the remuneration report for the past business year for a consultative (not binding) vote. When the shareholders' meeting refuses the approval of the maximum overall amount for the Management and/or for the Board of Directors, the Board of Directors may make adapted motions at the same shareholders' meeting or may submit these adapted motions at a subsequent ordinary or extraordinary shareholders' meeting for approval, whereat the adapted motions may be composed of a maximum total amount or several maximum partial amounts, taking into account all relevant factors.</p>
<p>Art. 16: <u>Eligibility and Term</u> The Board of Directors shall consist of one or more members. The members of the Board of Directions are elected individually and for a term of three years lasting until and including the next ordinary shareholders' meeting. Re-election is permitted.</p>	<p>Art. 18: <u>Eligibility and Term</u> The Board of Directors shall consist of one or more, but limited to a maximum of nine, members. The shareholders' meeting elects yearly:</p> <p>a) the members of the Board of Directors as well as the Chairman of the Board of Direc-</p>

<p>The term of office of a member of the Board of Directors will, however, end irrevocably on the date of the ordinary shareholders' meeting following the 70th birthday of the particular member of the Board of Directors.</p>	<p>tors;</p> <p>b) the members of the nomination and remuneration committee, who must be members of the Board of Directors.</p> <p>The persons are elected individually for a term lasting until and including the next ordinary shareholders' meeting. Re-election is permitted. The term of office of a member of the Board of Directors will, however, end irrevocably on the date of the ordinary shareholders' meeting following the 70th birthday of the particular member of the Board of Directors.</p>
<p>Art. 17: Organisation</p> <p>The Board of Directors shall constitute itself. It shall choose its Chairman, if appropriate one or more Vice Chairman and a Secretary. The Secretary need not be a member of the Board of Directors.</p> <p>The Board of Directors may appoint permanent or ad hoc Committees, which are entrusted with the preparation and implementation of its decisions or the supervision of certain businesses of the Company.</p>	<p>Art. 19: Organisation</p> <p>The Board of Directors shall constitute itself, subject to mandatory competences of the shareholders' meeting. It shall choose a Vice Chairman and a Secretary. The Secretary need not be a member of the Board of Directors.</p> <p>The Board of Directors may delegate the preparation and the implementation or the supervision of its business to committees or individual board members. The Board of Directors determines the Chairman of the committees and must ensure that the members of the Board of Directors are informed adequately. The Board of Directors may allocate individual competences to the committees for final decision.</p>
<p>Art. 18: Duties</p> <p>The Board of Directors shall decide in all matters not reserved to the shareholders' meeting by law or the Articles of Association.</p>	<p>Art. 20: Duties</p> <p>The Board of Directors shall decide in all matters not reserved to the shareholders' meeting by law or the Articles of Association.</p> <p>The Board of Directors and the committees may retain further persons and external consultants for the fulfilment of its tasks and may allow such persons to take part in its meetings.</p>
<p>Art. 19: Management and Delegation</p> <p>...</p> <p>The Board of Directors may, except as reserved under Art. 716a CO, delegate the Management in whole or in part, pursuant to organisational rules it shall adopt, to Committees, one or more members of the Board of Directors or to third parties.</p> <p>...</p>	<p>Art. 21: Management and Delegation</p> <p>...</p> <p>The Board of Directors may, except as reserved under Art. 716a CO, delegate the Management in whole or in part, pursuant to organisational rules it shall adopt, to Committees, one or more members of the Board of Directors or to other natural persons.</p> <p>...</p>



	<p>Art. 22: <u>Nomination and Remuneration Committee</u></p> <p>The nomination and remuneration committee consists of at least two members of the Board of Directors. The term of office expires at the end of the following ordinary shareholders' meeting. Re-election is permitted.</p> <p>When the nomination and remuneration committee is not complete, the Board of Directors may appoint the lacking members for the remaining term of office.</p> <p>The committee supports the Board of Directors by the fulfilment of its tasks in the area of determining the compensation, determining the option and participation plans as well as the selection and succession planning of the highest Management level as well as in other competences allocated by the Board of Directors. The Board of Directors may allocate individual competences to the nomination and remuneration committee for final decision. The details are to be set-out by the Board of Directors in the organisational rules and/or further company regulations.</p>
<p>Art. 20: <u>Authorised Representation</u></p> <p>The Board of Directors represents the company towards the outside. If not decided otherwise by the Board of Directors, all the members of the Board of Directors together have the right to represent the company. Within the limits of the law and the Articles of Association it can transfer representation to one or more members of the Board of Directors (managing directors) or to third parties (officers). At least one member of the Board of Directors has to have the right to represent the company.</p>	<p>Art. 23: <u>Authorised Representation</u></p> <p>The Board of Directors represents the company towards the outside. If not decided otherwise by the Board of Directors, all the members of the Board of Directors together have the right to represent the company. Within the limits of the law and the Articles of Association it can transfer such representation to one or more members of the Board of Directors (managing directors) or to other natural persons (officers). At least one member of the Board of Directors has to have the right to represent the company.</p>
<p>Art. 21: <u>Calling of Meetings</u></p>	<p>Art. 24: <u>Calling of Meetings</u> (only the digit)</p>
<p>Art. 22: <u>Resolutions of the Board of Directors</u></p>	<p>Art. 25: <u>Resolutions of the Board of Directors</u> (only the digit)</p>
<p>Art. 23: <u>Resolutions By Way of Circulation and usage of electronic media</u></p>	<p>Art. 26: <u>Resolutions By Way of Circulation and usage of electronic media</u> (only the digit)</p>
<p>Art. 24: <u>Minutes</u></p>	<p>Art. 27: <u>Minutes</u> (only the digit)</p>

Art. 25: **Compensation**

The members of the Board of Directors shall receive the compensation fixed by the Board of Directors in accordance with their involvement and responsibility. Furthermore, they shall be entitled to reimbursement of the expenditure incurred by them in the interest of the company.

28: **Number of permitted mandates outside the Meyer Burger Group**

The members of the Board of Directors and of the Management may not hold or carry out, respectively, more than the following additional activities in the highest Management or governing bodies of other legal entities, which are obliged to register themselves with the commercial register or a comparable foreign register and which are not controlled by the company or do not control the company:

- 5 mandates (members of the Board of Directors) and 1 mandate (members of the Management), respectively, by publicly listed companies, whereby several mandates by different companies of the same group qualify as one mandate; and
- 15 mandates (members of the Board of Directors) and 3 mandates (members of the Management), respectively, by other legal entities that are remunerated, whereby several mandates by different companies of the same group qualify as one mandate; and
- 10 (members of the Board of Directors) and 2 (members of the Management) non-remunerated mandates, respectively, whereby the reimbursement of expenses is not considered as compensation and several mandates by different companies of the same group qualify as one mandate.

Mandates which a member of the Board of Directors or of the Management takes up at the request of the company (e.g. joint ventures or pension fund of such legal entity or in companies, at which the company has a substantial (non-consolidated) interest) are not subject to the above-mentioned limitations.

The acceptance of mandates/appointments by members of the Management outside the Meyer Burger Group requires the pre-approval of the Board of Directors.

Art. 29: **Employment and Mandate Agreements**

Fixed employment and mandate agreements with members of the Board of Directors and of the Management may not be concluded for longer than one year. The termination period of unlimited employment or mandate agreements, respectively, with members of the Board of Directors or of the



	<p>Management may not exceed 12 months to the end of a month.</p> <p>The agreement of non-competition clauses of no longer than three years after the end of an employment relationship is permitted. The compensation of such a non-competition clause may not exceed per year the last paid, fix annual compensation to such member. If the duration of the non-competition clause does not correspond to one year, the compensation has to be calculated pro rata in accordance with the principles above.</p>
	<p>Art. 30: <u>Forms and criteria of the compensation</u></p> <p>The members of the Board of Directors are entitled to a fixed remuneration in cash. The members of the Board of Directors may additionally receive profit or performance related remuneration, respectively. The members of the Management are entitled to a fixed as well as profit or performance related remuneration, respectively. The level of remuneration depends on the qualitative and quantitative targets and parameters determined by the Board of Directors or the nomination and remuneration committee.</p> <p>These targets accommodate the function and level of responsibility of the member of the Management. Such targets may be based, inter alia, on the success of the company (net sales, EBITDA and/or profit of the group and/or part of a group), and compared to the market, other companies or similar benchmark calculated objects, on the stock exchange price or on agreed upon personal goals. The remuneration may be reimbursed in the form of cash, shares, options, similar instruments or units or goods and services.</p> <p>The remuneration may be paid by the company and/or one or several other group companies. The company may reimburse expenses to the members of the Board of Directors and of the Management in the form of effective expenses and/or in the form of a lump sum. The reimbursement of expenses is not considered as remuneration.</p>
	<p>Art. 31: <u>Participation plans</u></p> <p>The Board of Directors or the nomination and remuneration committee may additionally allocate to the members of the Board of Directors and of the</p>



	<p>Management shares, other securities, conversion or option rights as well as other similar instruments or rights in relation to the securities. When securities as well as other rights are allocated, the amount of the remuneration corresponds to the value of the allocated securities or rights, respectively, at the time of the allocation, whereby conditions precedent and conditions subsequent do not influence the date of allocation.</p> <p>The Board of Directors or the nomination and remuneration committee determines allocation conditions, exercise conditions and terms, as well as possible blocking or holding periods, forfeiture rules or the conditions which lead to an unconditional legal claim to the acquisition of the allocated services. It may provide, that in the case of certain events, such as a change of control, substantial restructuring or termination of the employment relationship or mandate possible exercise conditions and periods, blocking or holding periods shall be shortened or suspended or may give an early legal claim to the acquisition of securities. The Board of Directors determines the details in a set of company regulations. The securities or rights, respectively, may be reimbursed by the company and/or one or several other group companies.</p> <p>The allocation of securities, conversion and subscription rights as well as other rights, in relation to the securities, which are allocated to the members of the Board of Directors and of the Management in their capacity as shareholders of the company (e.g. subscription rights in a capital increase or options in a capital reduction) are not considered as remuneration and do not fall under this provision.</p>
	<p>Art. 32: Supplement Amount</p> <p>A supplement amount in accordance with Art. 19 OAEC is available for members of the Management which join after the maximum overall amount has been approved. The supplement amount may in the case of a new CEO and/or CFO not be higher than 20% above the amount which the previous CEO or CFO, respectively, was entitled to based on the approval by the shareholders' meeting for the respective business year of the maximum overall amount of the remuneration of the members of</p>

	<p>the Management. In the case of a new member of the Management such supplement amount may not be higher than 20% above the average overall amount of a member of the Management for the respective business year. The average overall amount of a member of the Management corresponds to the approved maximum overall number for the members of the Management after reduction of the amounts which the CEO and CFO are entitled to, divided by the number of members of the Management (excluding CEO and CFO) on the day of the approval by the shareholders' meeting.</p>
	<p>Art. 33: <u>Activities for Group Companies</u> Should a member of the Board of Directors or of the Management carry out activities for companies, which are controlled directly or indirectly by the company, the company or the respective group company may pay the (additional) remuneration. Such remuneration is to be consolidated on the level of the company and is to be included in the vote by the shareholders' meeting on the remuneration.</p>
	<p>Art. 34: <u>Loans, Credits and Pension Benefits</u> Loans and credits to a member of the Board of Directors or of the Management and guarantees and other securities of the company for obligations of a member of the Board of directors or of the Management, respectively, may not exceed CHF 50,000. Pension benefits to the members of the Board of Directors and of the Management shall only be paid within the scope of Swiss and foreign pension benefit plans and similar plans of the company or its group companies, respectively. The benefits to the policy holders and the employer's contributions result from the aforementioned plans or regulations, respectively.</p>
<p>Art. 26: <u>Election and Term</u></p>	<p>Art. 35: <u>Election and Term</u> (only the digit)</p>
<p>Art. 27: <u>Duties</u> The auditors have the duty to assess whether the accounting, the financial statement and the proposal of the Board of Directors to allocate the accumulated profits complies with the law and the Arti-</p>	<p>Art. 36: <u>Duties</u> The auditors have the duty to assess whether the accounting, the financial statements and the proposal of the Board of Directors to allocate the accumulated profits comply with the law and the</p>

<p>cles of Association. It has to assess also, if applicable, whether the consolidated financial statements comply with the law and the consolidation rules. Furthermore the auditor also has such other duties as set forth by law and the Articles of Association.</p>	<p>Articles of Association. It has to assess also, if applicable, whether the consolidated financial statements comply with the law and the consolidation rules. Furthermore the auditor also has such other duties as set forth by law and the Articles of Association.</p>
<p>Art. 28: <u>Reporting</u></p>	<p>Art. 37: <u>Reporting</u> (only the digit)</p>
<p>Art. 29: <u>Business Year</u></p>	<p>Art. 38: <u>Business Year</u> (only the digit)</p>
<p>Art. 30: <u>Business Report</u> Each business year, the board of directors shall prepare a business report which shall consist of the annual financial statements, the annual report and, where applicable, the consolidated financial statements.</p>	<p>Art. 39: <u>Business Report</u> (only the digit) Each business year, the Board of Directors shall prepare a business report which shall consist of the annual financial statements, the annual report and, where applicable, the consolidated financial statements.</p>
<p>Art. 31: <u>Allocation of Profits</u></p>	<p>Art. 40: <u>Allocation of Profits</u> (only the digit)</p>
<p>Art. 32: <u>Dissolution</u></p>	<p>Art. 41: <u>Dissolution</u> (only the digit)</p>
<p>Art. 33: <u>Liquidation</u></p>	<p>Art. 42: <u>Liquidation</u> (only the digit)</p>
<p>Art. 34: <u>Means of Publication</u></p>	<p>Art. 43: <u>Means of Publication</u> (only the digit)</p>
<p>Art. 35: <u>Intended Aquisition in Kind</u> After its formation, the company intends to acquire a total of 40 registered shares of Meyer & Burger Maschinenfabrik AG, Steffisburg, with a nominal value of CHF 10'000.—each, from the previous shareholders, namely 2 registered shares from Hans Meier, of Steffisburg, in Oberhofen, 14 registered shares from Therese Meyer, of Madulain GR and Steffisburg, in Jegenstorf, 14 registered shares from Annemarie Burger-Meyer, of Heiligenschwendi, in Goldwil, and 10 registered shares from Erich Burger, of Heiligenschwendi, in Goldwil for a maximum purchase price of CHF 10'000'000.-. A sales contract is yet to be concluded.</p>	<p>(cancelled)</p>
<p>Art. 36: <u>Contributions in Kind</u> The company shall acquire in connection with the capital increase dated 10 January 2008 a share in the business of the AMB Apparate + Maschinenbau GmbH with registered office in 86368 Gersthofen, Dieselstrasse 11, entered in the Commercial Regis-</p>	<p>Art. 44: <u>Contributions in Kind</u> The company shall acquire in connection with the capital increase dated 10 January 2008 a share in the business of the AMB Apparate + Maschinenbau GmbH with registered office in 86368 Gersthofen, Dieselstrasse 11, entered in the Commercial Regis-</p>

<p>ter at the Municipal Court of Augsburg under HRB 21262 with a nominal value of EUR 6.100.--, at a transfer value of CHF 2'443'043.68. In return, the Brain Vermögensverwaltungsgesellschaft mbH, Ebnerstraße 24, 86368 Gersthofen/Germany receives 6'608 registered shares of the company.</p>	<p>ter at the Municipal Court of Augsburg under HRB 21262 with a nominal value of EUR 6,100, at a transfer value of von CHF 2,443,043.68. In return, the Brain Vermögensverwaltungsgesellschaft mbH, Ebnerstraße 24, 86368 Gersthofen/Germany receives 6,608 registered shares of the company.</p>
<p>Art. 37: Contributions in Kind The company shall acquire in connection with the capital increase dated 14 February 2008 two shares in the business of Hennecke Systems GmbH, with registered office in Zülpich, entered in the Commercial Register at the Municipal Court of Bonn under HRB 16009 with a nominal value of totally EUR 6'600.--, at a total price of CHF 18'186'240.--. A partial share in the business with a nominal value of EUR 5'300 will be contributed by Heinrich-Peter Hennecke, Am Silberberg 3, 53909 Zülpich/Germany, and a partial share in the business with a nominal value of EUR 1'300 will be contributed by Jürgen Großer, Kangasalastrasse 12, 53909 Zülpich/Germany. In return Heinrich-Peter Hennecke receives 45'466 registered shares of the company with a nominal value of CHF 0.50 each, at an issue price of CHF 0.50 per share and Jürgen Großer receives 11'366 registered shares of the company with a nominal value of CHF 0.50 each, at an issue price of CHF 0.50 per share. The difference in the amount of CHF 18'157'824 between the issue price of the shares and the accepted value of the contributions in kind pursuant to the contributions in kind agreement will be accounted as a voluntary capital surplus.</p>	<p>Art. 45: Contributions in Kind The company shall acquire in connection with the capital increase dated 14 February 2008 two shares in the business of Hennecke Systems GmbH, with registered office in Zülpich, entered in the Commercial Register at the Municipal Court of Bonn under HRB 16009 with a nominal value of totally EUR 6,600, at a total price of CHF 18,186,240. A partial share in the business with a nominal value of EUR 5,300 will be contributed by Heinrich-Peter Hennecke, Am Silberberg 3, 53909 Zülpich/Germany, and a partial share in the business with a nominal value of EUR 1,300 will be contributed by Jürgen Großer, Kangasalastrasse 12, 53909 Zülpich/Germany. In return Heinrich-Peter Hennecke receives 45,466 registered shares of the company with a nominal value of CHF 0.50 each, at an issue price of CHF 0.50 per share and Jürgen Großer receives 11,366 registered shares of the company with a nominal value of CHF 0.50 each, at an issue price of CHF 0.50 per share. The difference in the amount of CHF 18,157,824 between the issue price of the shares and the accepted value of the contributions in kind pursuant to the contributions in kind agreement will be accounted as a voluntary capital surplus.</p>
<p>Art. 38: Contributions in Kind</p>	<p>Art. 46: Contributions in Kind (only the digit)</p>
<p>Art. 39: Contributions in Kind</p>	<p>Art. 47: Contributions in Kind (only the digit)</p>
<p>Art. 40: Contributions in Kind</p>	<p>Art. 48: Contributions in Kind (only the digit)</p>

Voting right

Shareholders who are registered on 1 April 2014 (the qualifying date) in the share register are entitled to vote. In the period from 1 April 2014 until the day following the Shareholders' Meeting on 29 April 2014 no entry is made into the share register.

Documentation

The business report with the annual report 2013, the annual financial statements 2013, the consolidated financial statements 2013 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 1 April 2014, will receive the invitation to the ordinary Shareholders' Meeting directly. The shareholders are asked to return the enclosed form by 19 April 2014, 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, Kappelergasse 11, 8001 Zurich, as an 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.

Since 1 January 2014 custodian or organ representatives are no longer admissible according to Article 11 OAEC.

Gwatt/Thun, 7 April 2014

Meyer Burger Technology Ltd

On behalf of the Board of Directors:

Peter M. Wagner, Chairman

Meyer Burger Technology Ltd

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