



Austria Technologie & Systemtechnik
Aktiengesellschaft

A G E N D A
of the
14th Ordinary Shareholders Meeting
of
AT&S Austria Technologie & Systemtechnik Aktiengesellschaft
on
Thursday, 3 July 2008 at 10:00 a.m.
at
Congress Leoben
Hauptplatz 1
A-8700 Leoben

1. Report of the Executive Board; presentation of the adopted annual financial statements and the management report as well as the consolidated financial statements and group management report for the business year from 01 April 2007 to 31 March 2008 (2007/2008) including the report of the Supervisory Board for the business year from 01 April 2007 to 31 March 2008 (2007/2008).
2. Resolution on appropriation of the profit.
3. Resolution on approval of the actions of the Executive Board members for the 2007/2008 business year.
4. Resolution on approval of the actions of the Supervisory Board members for the 2007/2008 business year.
5. Resolution on determination of the remuneration of the Supervisory Board members for the 2007/2008 business year.
6. Election of the auditor and group auditor for the 2008/2009 business year.
7. Report of the Executive Board on the acquisition of treasury stock according to Section 65 para 3 *AktG* [Austrian Joint-Stock Companies Act].
8. Resolution on an amendment to Article 22 paragraph 5 (General – Depositing) of Part V (Shareholders Meeting) of the Articles of Association.
9. Resolution on revocation of the authority granted to the Executive Board by resolution of the thirteenth ordinary shareholders' meeting of 3 July 2007 under item 9 on the agenda for a term of 18 months - to the extent the authority has not been exercised so far - to repurchase and to use treasury stock, and at the same time authorisation of the Executive Board according to Section 65 para 1 item 8 *AktG* to acquire treasury stock of the company of up to 10% of the company's registered capital within 30 months of the resolution, and the purchase price must not be less than EUR 1.1 per no-par value share to be acquired and not more than EUR 110, as well as on authorisation of the Executive Board to retire the treasury stock acquired with no further resolution of the shareholders' meeting or to use the same for implementation of the employee participation and/or stock option plan of the company. The Supervisory Board is authorised to resolve on amendments to the Articles of Association which result from the retirement of shares.

10. Resolution on authorisation of the Executive Board pursuant to Section 65 (sixty-five) para 1 (one) b Austrian Joint-Stock Companies Act [*AktG*] for a term of five years as of the resolution, i.e. until 3 July 2013 (third of July two thousand and thirteen) inclusive, with the consent of the Supervisory Board and without further resolution of the shareholders' meeting to sell the acquired treasury stock of the company, including in a way other than through the stock exchange or a public offering, in particular to service convertible bonds or as consideration for acquisition of enterprises, operations, divisions or other assets or of interests in enterprises, operations, divisions or other assets and in this connection to exclude, to the extent necessary, the pre-emptive right of the shareholders as defined in Section 65 para 1b in conjunction with Sections 169 to 171 *AktG*. The authorisation may be exercised in whole or in part and replaces the authorisation resolved under item 9 on the agenda at the last shareholders meeting on 3 July 2007 on disposal of treasury stock.

Right to attend the meeting

According to Article 22 of the Articles of Association those shareholders are entitled to attend the shareholders' meeting who, by 28 June 2008, deposit their shares with the Company, an Austrian notary public, the head office of an Austrian credit institution or with Bankhaus Sal. Oppenheim jr. & Cie. KGaA in Frankfurt/Main during business hours until the end of the shareholders' meeting. Shares will also be deemed duly deposited if they are held by a different Austrian or foreign credit institution with the consent of a depository appointed by the Company in a blocked custody account until the end of the shareholders' meeting. The depositories shall submit the original deposit receipt or a certified copy thereof with the Company not later than on the day following the day on which the deposit period expires (28 June 2008) (if applicable, in advance via facsimile to +43-1-68300-19217).

Shareholders who want to have themselves represented at the shareholders' meeting shall grant a written proxy to the authorised representative. When arriving for the shareholders' meeting the shareholders and/or authorised representatives may be asked to identify themselves by means of a generally recognised identification document, e.g., passport or driving licence. Authorised representatives must, in addition, present the issued proxy.

Pursuant to Section 83 para 2 item 1 of the Austrian Stock Exchange Act [*BörseG*] we announce that the company has issued 25,900,000 no par value bearer shares and that every no par value share grants one vote. Currently the company holds 2,577,412 shares of treasury stock, which pursuant to Section 65 para 5 Austrian Joint-Stock Companies Act [*AktG*] are not entitled to vote; taking these shares of treasury stock into account the total number of voting rights is 23,322,588. The figures stated in this paragraph were compiled as of 6 June 2008 and may be subject to changes until the date of the shareholders meeting.

To ensure a smooth admission check the shareholders are requested to arrive in due time before the meeting. Entry will be granted at 9:00 a.m. for collection of the voting cards.

The annual report of the Company, in particular the annual financial statements and the Group financial statements for 2007/2008 including management report and Group management report as well as the proposal for distribution of the profit and the report of the Supervisory Board will be available from 13 June 2008 at the registered office of the Company at Fabriksgasse 13, 8700 Leoben, Austria and may be requested from there or from Bankhaus Sal Oppenheim jr. Cie. KGaA Xchanging/General Meeting, 65936 Frankfurt/Main, Germany, free of charge. From 13 June 2008 all documents as well as the agenda may also be downloaded electronically from the internet as a PDF file at www.ats.net.

Subject to approval by the shareholders' meeting the meeting will be broadcast live via the internet at www.ats.net.



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Proxy

As a special service and in accordance with our corporate governance, Dr. Michael Knap of Interessenverband der Anleger (Investor's Association), IVA, Feldmuehlgasse 22, 1130 Vienna, Austria, will be available as an independent proxy for exercise of voting rights at the shareholders' meeting as per instruction. If you are interested in this service, please contact him directly by phone at +43-1-876 33 43-30 or fax +43 1 876 33 43-39, mobile +43-664-213-8740 or e-mail at michael.knap@iva.or.at. More information is available on the internet at www.ats.net and may be requested directly from the Company free of charge. The proxy will be present at the shareholders' meeting and may also be reached via the e-mail address ats@hauptversammlung.at during the shareholders' meeting.

Leoben, 13 June 2008

The Executive Board